

From: [Mosley, Ferne](#)
To: (b) (6)
Subject: RE: ~
Date: Friday, March 19, 2021 11:28:00 AM

Ok, got it! I remember about the (b) (6)
(b) (6), so thanks for clarifying that.

Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: (b) (6)
Sent: Friday, March 19, 2021 11:24 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: Re: ~

Hi Ferne,

(b) (6)

Here is the full sequence of spinoffs.

(b) (6)

(b) (6)

(b) (6)

(b) (6)

(b) (6)

thanks and regards,

(b) (6)

[REDACTED]

On Mar 19, 2021, at 10:58 AM, Mosley, Ferne <mosley.ferne@epa.gov> wrote:

Hello, (b) (6) – thank you. And one other thing, was (b) (6)

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency

Ethics Office/Office of General Counsel

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From: (b) (6)

Sent: Friday, March 19, 2021 10:52 AM

To: Mosley, Ferne <mosley.ferne@epa.gov>

Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: Re: ~

Hi Ferne,

Thanks for taking this on.

The exact number of (b) (6)

regards,

(b) (6)

(b) (6)

On Mar 19, 2021, at 10:29 AM, Mosley, Ferne
<mosley.ferne@epa.gov> wrote:

Hi, can you provide me with the exact number of (b) (6)

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

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From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, March 19, 2021 7:24 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina
<Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: RE: ~

Also, just confirming per (b) (6) that the only one on the list you sent re: the
CD or these additional two items he flagged (b) (6)

Thanks!
Vicki

From: Arroyo, Victoria

Sent: Friday, March 19, 2021 7:13 AM

To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: FW: ~

Hi Ferne and Justina – I'm forwarding (b) (6) note from earlier this week as it seems to relate to the notice you just sent for me to sign and I'm not sure Ferne was aware of it. Per (b) (6) note below, it looks like (b) (6) (in case this makes any difference). Please note that due to splits, there are also (b) (6)

(b) (6). Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. (b) (6)

(b) (6) Thank you!

Best,
Vicki

From: (b) (6)

Sent: Tuesday, March 16, 2021 12:28 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

I've sold the stocks we discussed in (b) (6) and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

Specifically....

(b) (6)

Many apologies! Please let us know what we might need to do about these clarifications/changes.

best regards,

(b) (6)

On Mar 11, 2021, at 10:31 PM, Fugh, Justina
<Fugh.Justina@epa.gov> wrote:

Hi Vicki (and (b) (6)) –

I had a lot of information in that email, so let's be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don't get me wrong: divestiture eliminates the conflicts issue, but I don't want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
Our reading of your guidance is that we can do that by immediately selling the following stocks in (b) (6)	Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.

<p>(b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters.</p> <p>Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6) [REDACTED] after first obtaining the relevant certificates of divestiture?</p> <p>(b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request form to request the CD. You will need to provide specific information about the number of shares you own of those conflicting assets.</p> <p>Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you</p>

	to divest of the entirety of the conflicting asset, not just enough to get below the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.
--	--

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 11, 2021 12:58 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you with our new Administrator arriving today! Please see some follow up questions regarding how we would like to proceed as we would be willing to divest these assets to ensure that I can serve EPA fully.
Best,
Vicki

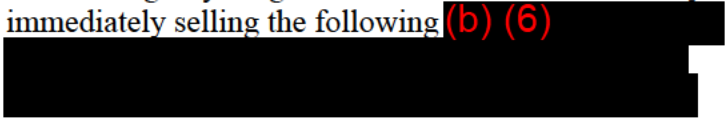
From: (b) (6)
Sent: Thursday, March 11, 2021 12:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.

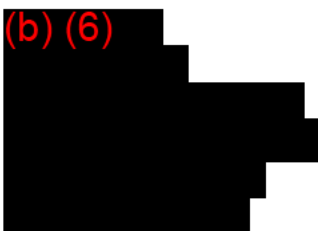
We would like to do everything possible to eliminate any conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following (b) (6)



Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)



Hi Vicki,
How are you settling in at EPA?
The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy

stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

[illegible]

(b) (6)

indeed be reportable transactions. Because the funds are likely

however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22.

If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select "start an OGE Form 278-T" under My Tools.

(b) (6)

(b) (6)

<div>[REDACTED]</div>	<div>(b) (6)</div> <div>[REDACTED]</div>
<div>(b) (6)</div> <div>[REDACTED]</div>	<div>No. (b) (6)</div> <div>[REDACTED]</div>

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however,

the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that there is a cap to what you may receive. The maximum cap is \$29,595, but it's pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full

description of the services to be performed and the amount of compensation expected;

- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR

Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and

- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the "recusal obligations" section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6)

(b) (6) If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership

interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

[illegible]

You should also recuse from participating in specific party matters in which your spouse's clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It's possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets

that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!
Justina

Justina Fugh | Director, Ethics
Office | Office of General Counsel |
US EPA | Mail Code 2311A | Room
4308 North, William Jefferson
Clinton Federal Building |
Washington, DC 20460 (for ground
deliveries, use 20004 for the zip
code) | phone 202-564-1786 | fax
202-564-1772

From: Arroyo, Victoria
<Arroyo.Victoria@epa.gov>

Sent: Thursday, March 04, 2021
7:47 AM

To: Fugh, Justina
<Fugh.Justina@epa.gov>

Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

[illegible]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

(b) (6)

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE
278T and Part 7 - May 2019.docx>
<Advisory to all 278 filers about filing
fee.pdf><cautionary note 3-11-21.docx>
<Smooth Sales Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: (b) (6)
To: [Mosley, Ferne](#)
Cc: (b) (6); [Arroyo, Victoria](#)
Subject: Re: ~
Date: Wednesday, March 31, 2021 6:18:07 PM

Hi Ferne,

Yes, correct—(b) (6)

thanks,

(b) (6)

[Redacted]

On Mar 31, 2021, at 6:06 PM, Mosley, Ferne <mosley.ferne@epa.gov> wrote:

Hi, (b) (6) – I just need to confirm that the assets that are being divested are (b) (6)

[Redacted]

Thank you,
Ferne

Ferne L. Mosley, Attorney-Advisor
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From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Friday, March 19, 2021 12:58 PM

To: Mosley, Ferne <mosley.ferne@epa.gov>

Cc: Fugh, Justina <Fugh.Justina@epa.gov>; (b) (6)

Subject: RE: ~

Thank you, Ferne! Please see the letter attached with my e-signature. Please let us know if you need anything else on our end.

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>

Sent: Friday, March 19, 2021 12:11 PM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Cc: Fugh, Justina <Fugh.Justina@epa.gov>; (b) (6)

Subject: RE: ~

Hello, I've updated the letter with (b) (6) and an explanation of the others. If this is sufficient, then we just need your signature, Vicki's, and we'll keep it moving.

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

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The exact number of (b) (6)

regards,

(b) (6)

(b) (6)

(b) (6)

On Mar 19, 2021, at 10:29 AM, Mosley, Ferne <mosley.ferne@epa.gov> wrote:

Hi, can you provide me with the exact number of (b) (6) Include all decimals so you don't end up with partial shares left to sell.

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

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Also, just confirming per (b) (6) that the only one on the list you sent re: the CD or these additional two items he flagged (b) (6)

Thanks!
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[REDACTED] Please note that due to splits, there are also (b) (6)

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I've sold the stocks we discussed in (b) (6) and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

Specifically....

(b) (6)

(b) (6)

[Redacted]

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[Redacted]

On Mar 11, 2021, at 10:31 PM, Fugh, Justina
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YOU WROTE:	JUSTINA SAYS:
Our reading of your guidance is that we can do that by immediately selling the following stocks in (b) (6)	Correct. You can’t get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.
	If you get below \$25,000, then Vicki can work on particular matters of general applicability but

<p>(b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters.</p> <p>Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
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Let me know how you want to proceed,
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Sent: Thursday, March 11, 2021 12:58 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy
this time must be for you with our new Administrator
arriving today! Please see some follow up questions
regarding how we would like to proceed as we would be
willing to divest these assets to ensure that I can serve EPA
fully.
Best,
Vicki

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Sent: Thursday, March 11, 2021 12:32 PM
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Hi Justina,

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We would like to do everything possible to eliminate any
conflicts that would require recusal.

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[REDACTED]

[REDACTED]

[REDACTED]

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Hi Vicki,
How are you settling in at EPA?
The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

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Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6)
	Those will indeed be reportable

(b) (6)

however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22.

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(b) (6) [REDACTED]	(b) (6) [REDACTED]
(b) (6) [REDACTED]	No. (b) (6) [REDACTED]

(b) (6)	

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Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the

- general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the "recusal obligations" section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6)

If the Administrator

decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

You should also recuse from participating in specific party matters in which your spouse’s clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It's possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!
Justina

Justina Fugh | Director, Ethics
Office | Office of General Counsel |
US EPA | Mail Code 2311A | Room
4308 North, William Jefferson
Clinton Federal Building |
Washington, DC 20460 (for ground

deliveries, use 20004 for the zip
code) | phone 202-564-1786 | fax
202-564-1772

From: Arroyo, Victoria
<Arroyo.Victoria@epa.gov>
Sent: Thursday, March 04, 2021
7:47 AM
To: Fugh, Justina
<Fugh.Justina@epa.gov>
Subject: Guidance on transactions
to report on the quarterly 278-T
please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6)

(b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

(b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
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[Redacted]
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[Redacted]
[Redacted]
[Redacted]
[Redacted]
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[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE
278T and Part 7 - May 2019.docx><Advisory
to all 278 filers about filing fee.pdf>
<cautionary note 3-11-21.docx><Smooth Sales
Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Arroyo, Victoria](#)
To: [Mosley, Ferne](#); [Fugh, Justina](#)
Cc: (b) (6)
Subject: RE: ~
Date: Friday, March 19, 2021 10:26:23 AM

Thank you so much, Ferne! Much appreciated.

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, March 19, 2021 10:23 AM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: RE: ~

Thanks to you both for clarifying this – we will need to add notes about this on your financial disclosure report as it has already been certified (this won't be the first time that's happened, so no worries). I'm checking with Justina on the way forward to see if any additional divestitures are necessary.

I will have a more formal request memo for you to sign, Victoria, to Jim Payne, our Designated Agency Ethics Official, that will be included in the request to OGE.

Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, March 19, 2021 7:24 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
(b) (6)
Subject: RE: ~

Also, just confirming per (b) (6) that the only one on the list you sent re: the CD or these additional two items he flagged (b) (6)
Thanks!

Vicki

From: Arroyo, Victoria
Sent: Friday, March 19, 2021 7:13 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: ~

Hi Ferne and Justina – I'm forwarding (b) (6) note from earlier this week as it seems to relate to the notice you just sent for me to sign and I'm not sure Ferne was aware of it. Per (b) (6) note below, it looks like (b) (6) Please note that due to splits, there are also (b) (6)

Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. (b) (6) Thank you!

Best,
Vicki

From: (b) (6)
Sent: Tuesday, March 16, 2021 12:28 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

I've sold the stocks we discussed in (b) (6) and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

Specifically....

(b) (6)

(b) (6)

Many apologies! Please let us know what we might need to do about these clarifications/changes.

best regards,

(b) (6)

(b) (6)

On Mar 11, 2021, at 10:31 PM, Fugh, Justina <Fugh.Justina@epa.gov> wrote:

Hi Vicki (and (b) (6)!) –

I had a lot of information in that email, so let's be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don't get me wrong: divestiture eliminates the conflicts issue, but I don't want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
Our reading of your guidance is that we can do that by immediately selling the following stocks in (b) (6) (b) (6) (b) (6) (b) (6) (b) (6) (b) (6) (b) (6) (b) (6) (b) (6)	Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset. If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters. Please note that if you divest of part of the asset, you will have to keep track of

	<p>the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6) after first obtaining the relevant certificates of divestiture?</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request form to request the CD. You will need to provide specific information about the number of shares you own of those conflicting assets.</p> <p>Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you to divest of the entirety of the conflicting asset, not just enough to get below the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.</p>

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 11, 2021 12:58 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you with our new Administrator arriving today! Please see some follow up questions regarding how we would like to proceed as we would be willing to divest these assets to ensure that I can serve EPA fully.

Best,
Vicki

From: (b) (6)
Sent: Thursday, March 11, 2021 12:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.

We would like to do everything possible to eliminate any conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)
[REDACTED]

(b) (6)

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6)
	Those will indeed be reportable transactions.
	Because the funds are likely (b) (6)
	however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you

<p>(b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22.</p> <p>If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select “start an OGE Form 278-T” under My Tools.</p>
<p>(b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>(b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>
<p>(b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>No. (b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>

(b) (6)	

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that that there is a cap to what you may receive. The maximum cap is \$29,595, but it's pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;

- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
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- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the "recusal obligations" section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6). If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all,

including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

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RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

You should also recuse from participating in specific party matters in which your spouse’s clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It's possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!

Justina

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From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 04, 2021 7:47 AM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do

or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

(b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]

[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE 278T and Part 7 - May 2019.docx><Advisory to all 278 filers about filing fee.pdf>
<cautionary note 3-11-21.docx><Smooth Sales Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Mosley, Ferne](#)
To: (b) (6)
Subject: RE: ~
Date: Friday, March 19, 2021 2:07:00 PM

OK, sounds good! Thank you.

Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: (b) (6)
Sent: Friday, March 19, 2021 1:51 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: Re: ~

Hi Ferne,

(b) (6)

thanks,
(b) (6)

(b) (6)

On Mar 19, 2021, at 1:09 PM, Mosley, Ferne <mosley.ferne@epa.gov> wrote:

Hi again, (b) (6) – for the (b) (6)

(b) (6)

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
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mosley.ferne@epa.gov

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To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Re: ~

Hi Ferne,

One more quick clarification.

(b) (6)

regards,

(b) (6)

(b) (6)

On Mar 19, 2021, at 10:23 AM, Mosley, Ferne
<mosley.ferne@epa.gov> wrote:

Thanks to you both for clarifying this – we will need to add notes about this on your financial disclosure report as it has already been certified (this won't be the first time that's happened, so no worries). I'm checking with Justina on the way forward to see if any additional divestitures are necessary.

I will have a more formal request memo for you to sign, Victoria, to Jim Payne, our Designated Agency Ethics Official, that will be included in the request to OGE.

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Ferne L. Mosley, Attorney-Advisor

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To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
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Thanks!
Vicki

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To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina

<Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: FW: ~

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(b) (6) Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. (b) (6)

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Best,
Vicki

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Sent: Tuesday, March 16, 2021 12:28 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

I've sold the stocks we discussed in (b) (6) and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

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(b) (6)

Specifically....

(b) (6)

(b) (6)

Many apologies! Please let us know what we might need to do about these clarifications/changes.

best regards,
(b) (6)

On Mar 11, 2021, at 10:31 PM, Fugh, Justina
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Hi Vicki (and (b) (6)) –
I had a lot of information in that email, so let’s be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don’t get me wrong: divestiture eliminates the conflicts issue, but I don’t want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
Our reading of your guidance is that we can do that by immediately selling the following stocks (b) (6)	Correct. You can’t get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.
	If you get below \$25,000, then Vicki can work on particular matters of

<p>(b) (6) [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]</p>	<p>general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters.</p> <p>Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6) [REDACTED] after first obtaining the relevant certificates of divestiture?</p> <p>(b) (6) [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]</p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request form to request the CD. You will need to provide specific information about the number of shares you own of those conflicting assets.</p> <p>Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you to divest of the entirety of the conflicting asset, not just enough to get below</p>

	the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.
--	--

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General
Counsel | US EPA | Mail Code 2311A | Room 4308 North, William
Jefferson Clinton Federal Building | Washington, DC 20460 (for
ground deliveries, use 20004 for the zip code) | phone 202-564-
1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 11, 2021 12:58 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy
this time must be for you with our new Administrator
arriving today! Please see some follow up questions
regarding how we would like to proceed as we would be
willing to divest these assets to ensure that I can serve EPA
fully.
Best,
Vicki

From: (b) (6)
Sent: Thursday, March 11, 2021 12:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.

We would like to do everything possible to eliminate any

conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following stocks in (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)
[REDACTED]

Hi Vicki,
How are you settling in at EPA?
The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6)
	Those will
	indeed be reportable
	transactions. Because
	the funds are likely all

(b) (6)

[REDACTED]

(b) (6)

[REDACTED] however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22.

If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select "start an OGE Form 278-T" under My Tools.

(b) (6)

[REDACTED]

(b) (6)

[REDACTED]

receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that there is a cap to what you may receive. The maximum cap is \$29,595, but it's pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of

- compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103

- [\(EPA's Supplemental Regulations\)](#); and an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the “recusal obligations” section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own [\(b\) \(6\)](#). If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the [\(b\) \(6\)](#) in environmental activism, you could not suggest [\(b\) \(6\)](#) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including

rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS		
(b) (6)		

You cannot participate personally and substantially in any particular

matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

[illegible]

You should also recuse from participating in specific party matters in which your spouse's clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It's possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if

possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!
Justina

Justina Fugh | Director, Ethics
Office | Office of General Counsel |
US EPA | Mail Code 2311A | Room
4308 North, William Jefferson
Clinton Federal Building |
Washington, DC 20460 (for ground
deliveries, use 20004 for the zip
code) | phone 202-564-1786 | fax
202-564-1772

From: Arroyo, Victoria
<Arroyo.Victoria@epa.gov>
Sent: Thursday, March 04, 2021
7:47 AM
To: Fugh, Justina
<Fugh.Justina@epa.gov>
Subject: Guidance on transactions

to report on the quarterly 278-T
please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: **(b) (6)** investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

[illegible][illegible]

(b) (6)

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE
278T and Part 7 - May 2019.docx>
<Advisory to all 278 filers about filing
fee.pdf><cautionary note 3-11-21.docx>
<Smooth Sales Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Mosley, Ferne](#)
To: (b) (6)
Cc: [Arroyo, Victoria](#); [Fugh, Justina](#)
Subject: RE: ~
Date: Friday, March 19, 2021 12:40:24 PM

Yes, thanks, I received that information. Since those stocks are currently valued within the exemption amounts both individually and as a sector, they will not need to be divested. We just need to make a note to update the financial disclosure report so it's accurate.

Just make sure not to sell the stock on the divestiture list in your taxable account until you receive the certificate from OGE to ensure you will be able to get the tax deferral benefits.

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: (b) (6)
Sent: Friday, March 19, 2021 12:27 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Re: ~

Hi Ferne,

One more quick clarification.

I had previously noted that (b) (6)

(b) (6)

(b) (6)

(b) (6)

(b) (6)

regards,

(b) (6)

(b) (6)

On Mar 19, 2021, at 10:23 AM, Mosley, Ferne <mosley.ferne@epa.gov> wrote:

Thanks to you both for clarifying this – we will need to add notes about this on your financial disclosure report as it has already been certified (this won't be the first time that's happened, so no worries). I'm checking with Justina on the way forward to see if any additional divestitures are necessary.

I will have a more formal request memo for you to sign, Victoria, to Jim Payne, our Designated Agency Ethics Official, that will be included in the request to OGE.

Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Friday, March 19, 2021 7:24 AM

To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: RE: ~

Also, just confirming per (b) (6) that the only one on the list you sent re: the CD or these additional two items he flagged (b) (6)

Thanks!

Vicki

From: Arroyo, Victoria

Sent: Friday, March 19, 2021 7:13 AM

To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: FW: ~

Hi Ferne and Justina – I'm forwarding (b) (6) note from earlier this week as it seems to relate to the notice you just sent for me to sign and I'm not sure Ferne was aware of it. Per (b) (6) note below, it looks like (b) (6)

(b) (6) Please note that due to splits, there are also (b) (6)

(b) (6) Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. (b) (6). Thank you!

Best,

Vicki

From: (b) (6)

Sent: Tuesday, March 16, 2021 12:28 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

I've sold the stocks we discussed (b) (6) and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

Specifically...

(b) (6)

(b) (6)

best regards,

[illegible]

Hi Vicki (and (b) (6) –

YOU WROTE:	JUSTINA SAYS:
<p>Our reading of your guidance is that we can do that by immediately selling the following stocks in (b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.</p> <p>If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on</p>

<p>(b) (6)</p> <p></p> <p></p>	<p>specific party matters.</p> <p>Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6) after first obtaining the relevant certificates of divestiture?</p> <p>(b) (6)</p> <p></p> <p></p> <p></p> <p></p> <p></p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request form to request the CD. You will need to provide specific information about the number of shares you own of those conflicting assets.</p> <p>Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you to divest of the entirety of the conflicting asset, not just enough to get below the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.</p>

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA |
Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal
Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 11, 2021 12:58 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you with our new Administrator arriving today! Please see some follow up questions regarding how we would like to proceed as we would be willing to divest these assets to ensure that I can serve EPA fully.

Best,
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From: (b) (6)
Sent: Thursday, March 11, 2021 12:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
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Hi Justina,

Many thanks for this.

We would like to do everything possible to eliminate any conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following stocks in (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

(b) (6)

Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

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Moving onto your questions:

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	Those will indeed
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	the funds are likely (b) (6)
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	that covers 2021. As an
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	so add all of those
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	information as part of
	the pre-population of

	<p>your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select “start an OGE Form 278-T” under My Tools.</p>
<p>(b) (6)</p> <p>[REDACTED]</p>	<p>[REDACTED]</p>
<p>(b) (6)</p> <p>[REDACTED]</p>	<p>No. (b) (6)</p> <p>[REDACTED]</p>

(b) (6)	

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that that there is a cap to what you may receive. The maximum cap is \$29,595, but it's pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

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EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the

- amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
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- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the "recusal obligations" section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6) . If the Administrator decided to

convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You should also recuse from participating in

NEXT STEPS

note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria
<Arroyo.Victoria@epa.gov>
Sent: Thursday, March 04, 2021 7:47 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE

Form 278-T, I presume) and by when?

(b) (6)
[Redacted text block]

[Redacted text block]

[Redacted text block]

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE 278T and Part 7
- May 2019.docx><Advisory to all 278 filers about filing
fee.pdf><cautionary note 3-11-21.docx><Smooth Sales
Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Arroyo, Victoria](#)
To: [Fugh, Justina](#)
Cc: [Utech, Dan](#); [Wooden-Aguilar, Helena](#); [Griffo, Shannon](#); [Mosley, Ferne](#)
Subject: RE: Approval of your request to engage in uncompensated outside activity
Date: Thursday, March 18, 2021 4:11:56 PM

Thank you, Justina, Dan, Ferne and all!

Best,
Vicki

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Thursday, March 18, 2021 3:47 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Utech, Dan <Utech.Dan@epa.gov>; Wooden-Aguilar, Helena <Wooden-Aguilar.Helena@epa.gov>; Griffo, Shannon <Griffo.Shannon@epa.gov>; Mosley, Ferne <mosley.ferne@epa.gov>
Subject: Approval of your request to engage in uncompensated outside activity

Hi there,

Dan Utech, Chief of Staff, concurred in your request for approval of uncompensated outside activity, and Jim Payne, Designated Agency Ethics Official, approved it. See attached. This approval extends only to your uncompensated teaching “Advanced Environmental Law: the Law of Global Climate Change” at Georgetown University Law Center in the Spring 2021 semester. If you are invited to teach a different course or this same course in a different semester, then you will need to seek prior approval of that new activity. Please bear in mind that as a non-career SES appointee, you are not permitted to receive compensation for teaching, speaking or writing that relates to the general subject matter area, industry or economic sector primarily affected by the programs and operations of the Agency. 5 C.F.R. § 2635.806(a)(2)(i)(E)(3).

I have copied Helena Wooden-Aguilar on this approval for her general information, as she is the deputy ethics official for the immediate office of the Office of Policy.

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Washington, D.C. 20460

OFFICE OF
GENERAL COUNSEL

MEMORANDUM

SUBJECT: Approval of Outside Teaching Activity
JAMES
FROM: James Payne **PAYNE** Digitally signed by JAMES PAYNE
Date: 2021.03.18 14:49:05 -04'00'
Designated Agency Ethics Official and Deputy General Counsel for
Environmental Media and Regional Law Offices

TO: Victoria Arroyo
Associate Administrator
Office of Policy

I have received your request to engage in an uncompensated outside teaching activity at the Georgetown University Law Center during the Spring semester of 2021. You will be teaching a course entitled, "*Advanced Environmental Law: the Law of Global Climate Change*." Based on the information you have provided, I am approving your request as consistent with 5 Code of Regulations (C.F.R.) Part 2635, Subpart H, and as required by 5 C.F.R. § 2636.307. I want to remind you of the relevant ethics obligations as you undertake this activity:

Impartiality Rules

You have a "covered relationship" with the law school during the term of your teaching activity and for a year after the activity ends pursuant to the impartiality regulations. This means that you may not participate in a specific party matter at EPA in which the law school is a party or represents a party if a reasonable person will question your impartiality, unless you are authorized to do so by me or Justina Fugh. See 5 C.F.R. § 2535.502. For example, you may not participate in your official capacity in a decision to grant a meeting with a law school representative, participate in, or recommend a colleague to participate in, a conference at the law school.

Representational restrictions

You are also prohibited by a criminal law from acting as an agent or attorney for the law school before a federal agency or court in any matter in which the United States is a party or has a direct and substantial interest. See 18 U.S.C. § 205. In your capacity as an adjunct faculty member, you may not appear before or communicate with an officer or employee of a federal agency or court on behalf of the law school,

which includes contacting federal employees to speak before your law school classes or at other law school activities in their official capacities.

Misuse of position

You may not use government time, non-public information, or other resources, such as the official time of a subordinate, or your official title, other than as part of general biographical information that is given no more prominence than other aspects of your professional or educational background. You should offer a disclaimer that you are teaching the course in your personal capacity and that the EPA or federal government does not necessarily endorse the views that you are expressing during the course. Also, you may not use your official position for the private gain of the law school. See *generally*, 5 CFR Part 2635, Subpart G.

Finally, you will have to report the outside teaching position on your relevant financial disclosure form. As always, if you have any questions, please feel free to contact me at 202-564-0212 or Justina Fugh at 202-564-1786.

From: [Mosley, Ferne](#)
To: [Arroyo, Victoria](#)
Cc: [Fugh, Justina](#)
Subject: FW: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]
Date: Tuesday, April 13, 2021 6:09:00 PM
Attachments: [Arroyo, Victoria Final CD.pdf](#)
[CUI Cover Sheet2.pdf](#)

Hi Vicki – good news! Your Certificate of Divestiture is attached. Your spouse may now sell the shares listed on the CD.

In order to receive the tax advantages, he must: 1) sell the stock **no later than 90 days** after the date you/your spouse first agreed to divest (March 15) - or no later than June 14, **and**; 2) roll over the proceeds of the sales into “permitted property,” e.g., diversified mutual funds/Exchange-traded funds, or government-backed securities during the **60-day period beginning on the date of the sale**. You will provide your tax accountant with the certificate number for your 2021 tax return.

Please remember that, until the conflicting assets are sold, you will still be disqualified from participating in EPA matters affecting the companies’ financial interests.

Finally, you will need to report the stock sales on a periodic transaction report (278-T) within 30 days of the sale. You won’t have to report the purchase of the mutual funds or government backed securities until your annual report due in May 2022, but you can submit a 278T before then if you choose to do so for your convenience. All of the 278Ts can be imported into your 2022 report.

Please let me know if you or (b) (6) has any questions.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: CD <cd@oge.gov>
Sent: Tuesday, April 13, 2021 5:32 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Elaine Newton (b) (6) @oge.gov>; Morris C. Barren (b) (6) @oge.gov>
Subject: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Good Afternoon:

In response to your request of 03/26/2021, attached is Certificate of Divestiture, OGE-

2021-049 for Victoria Arroyo, Environmental Protection Agency. Please forward the certificate to Mrs. Arroyo.

If there are any questions, you may contact Morris Barren at 202-482-9266.

Please confirm receipt of this email by replying to all.

Thank you.

CONTROLLED

Email and attachment(s) contain CUI.

Gwendolyn Cannon-Jenkins
US Office of Government Ethics
Administrative Operations Branch
1201 New York Avenue NW
Suite 500
Washington, DC 20005

(e) (b) (6) @oge.gov (b) (6) @oge.gov
(p)(202) 482-9219

Visit OGE's website: www.oge.gov <<http://www.oge.gov>>

Follow OGE on Twitter: @OfficeGovEthics

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From: [Arroyo, Victoria](#)
To: [Mosley, Ferne](#)
Cc: [Fugh, Justina](#)
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]
Date: Wednesday, April 14, 2021 1:29:42 PM

Dear Ferne and Justina,

(b) (6) has sold the stock as planned and the 278T has been submitted. I believe that this is fully responsive to the potential conflicts identified in our earlier exchanges with Justina but an updated version of her note "your ethics picture all in one place" would be welcome when you have time please. Thanks for your help!

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Tuesday, April 13, 2021 6:38 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

You're welcome. Have a good evening.

Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Tuesday, April 13, 2021 6:28 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Thank you, Ferne and Justina! Will share with (b) (6) and circle back with any questions. Take care!
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>

Sent: Tuesday, April 13, 2021 6:10 PM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Cc: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: FW: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Hi Vicki – good news! Your Certificate of Divestiture is attached. Your spouse may now sell the shares listed on the CD.

In order to receive the tax advantages, he must: 1) sell the stock **no later than 90 days** after the date you/your spouse first agreed to divest (March 15) - or no later than June 14, **and**; 2) roll over the proceeds of the sales into “permitted property,” e.g., diversified mutual funds/Exchange-traded funds, or government-backed securities during the **60-day period beginning on the date of the sale**. You will provide your tax accountant with the certificate number for your 2021 tax return.

Please remember that, until the conflicting assets are sold, you will still be disqualified from participating in EPA matters affecting the companies’ financial interests.

Finally, you will need to report the stock sales on a periodic transaction report (278-T) within 30 days of the sale. You won’t have to report the purchase of the mutual funds or government backed securities until your annual report due in May 2022, but you can submit a 278T before then if you choose to do so for your convenience. All of the 278Ts can be imported into your 2022 report.

Please let me know if you or (b) (6) has any questions.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency

Ethics Office/Office of General Counsel

William Jefferson Clinton Building North, Room 4113A

1200 Pennsylvania Ave, NW

Washington, DC 20460

(202) 564-8046 (desk)

(202) 306-2998 (mobile)

mosley.ferne@epa.gov

From: CD <cd@oge.gov>

Sent: Tuesday, April 13, 2021 5:32 PM

To: Mosley, Ferne <mosley.ferne@epa.gov>

Cc: Elaine Newton <(b) (6) @oge.gov>; Morris C. Barren <(b) (6) @oge.gov>

Subject: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Good Afternoon:

In response to your request of 03/26/2021, attached is Certificate of Divestiture, OGE-

2021-049 for Victoria Arroyo, Environmental Protection Agency. Please forward the certificate to Mrs. Arroyo.

If there are any questions, you may contact Morris Barren at 202-482-9266.

Please confirm receipt of this email by replying to all.

Thank you.

CONTROLLED

Email and attachment(s) contain CUI.

Gwendolyn Cannon-Jenkins
US Office of Government Ethics
Administrative Operations Branch
1201 New York Avenue NW
Suite 500
Washington, DC 20005

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(p)(202) 482-9219

Visit OGE's website: www.oge.gov <<http://www.oge.gov>>
Follow OGE on Twitter: @OfficeGovEthics

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From: [Arroyo, Victoria](#)
To: [Fugh, Justina](#)
Cc: (b) (6); [Mosley, Ferne](#)
Subject: RE: following up
Date: Thursday, March 18, 2021 6:35:35 AM

Thank you, Justina and Ferne!
Much appreciated.
Best,
Vicki

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Wednesday, March 17, 2021 11:00 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: (b) (6); Mosley, Ferne <mosley.ferne@epa.gov>
Subject: following up

Hi there,
I've asked Ferne Mosley, a senior ethics attorney, to step in to work on your certificate of divestiture. Ferne is terrific and will be able to give you her focused attention, which I am having trouble doing (sigh). For example, she has already drafted the outside activity approval for you, Vicki, that is ready for signature by the Designated Agency Ethics Official. I'll send Ferne the emails so she has all your information. You are now in capable and responsive hands!
Thanks,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: [Arroyo, Victoria](#)
To: [Mosley, Ferne](#)
Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval
Date: Friday, April 16, 2021 12:07:03 PM

Thanks Ferne – no, that was so long ago, I didn't remember the precise dates. But the UCAR Board service followed that by a few years.

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, April 16, 2021 12:06 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval

Thanks, Vicki – one other that is on the CV is the National Center on Atmospheric Research. Was this a current position? There are no dates indicating when you served in this role.

Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, April 15, 2021 7:49 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval

Thanks, Ferne - Yes.

I resigned from the NAS Transportation Research Board Exec Committee on 1/23/21
...from UC Davis Institute for Transportation Studies Board on 1/23/21
...from Climate Policy Journal on 1/24/21
...from SPARCC on 1/24/21
...from CSIS advisory committee on 1/24/21

In looking at the attached resume and list, I realized another legacy one is there from Georgetown. I just sent a note to the student editor of the Georgetown Environmental Law Review which has listed

me for decades as an advisor but rarely requests guidance or input (even though I was a former Editor in Chief!). Had forgotten about that as it's very inactive, but just let them know this evening.

Thank you!

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Thursday, April 15, 2021 5:54 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval

Hi, Vicki – can you please confirm that you have resigned from all of the outside advisory, editorial, and board positions that you held within the year prior to 1/20/2021 listed on your CV? If so, please provide me with the resignation dates for each.

You have a “covered relationship” with these organizations for one year after the date you last served with these entities under the impartiality regulations and therefore, you have an obligation to disqualify yourself from participating in EPA specific parties matters in which any of these organizations is a party or is representing a party. I'll add these and the expiration dates of the disqualification requirement to your ethics advisory.

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor
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TEthics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, April 15, 2021 3:13 PM
To: Griffo, Shannon <Griffo.Shannon@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval

Great, thank you all.
Best,
Vicki

From: Griffo, Shannon <Griffo.Shannon@epa.gov>
Sent: Thursday, April 15, 2021 3:12 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>; Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval

Hi Vicki,

We still have open OGE Form 201s ((b) (6)) for your financial disclosure reports and over covered records, such as a CD. I will be releasing your most recent 278Ts and CD; however, I'm out tomorrow so this won't likely happen until early next week. I'll circle back with you Monday before anything is released. I also need to check the CD for redactions (spouse name) etc.

Thanks!
Shannon

Shannon Griffo
Office of General Counsel, Ethics Office
U.S. Environmental Protection Agency
(202) 564-7061
Griffo.Shannon@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Thursday, April 15, 2021 2:56 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>; Griffo, Shannon <Griffo.Shannon@epa.gov>
Cc: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval

Hi Vicki,
Yes, Ferne is working on that for you.
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, April 15, 2021 2:54 PM
To: Griffo, Shannon <Griffo.Shannon@epa.gov>

Cc: Fugh, Justina <Fugh.Justina@epa.gov>; Mosley, Ferne <mosley.ferne@epa.gov>

Subject: RE: For Your Awareness - FOIA Release of your Outside Activity Approval

Yes, while we are responding, I would appreciate if we can provide my newest updated COI disclosure since (b) (6) divested all of the funds flagged earlier by Justina and Ferne as soon as we received the Certificate of Divestiture.

Might this be possible please?

Vicki

From: Griffo, Shannon <Griffo.Shannon@epa.gov>

Sent: Thursday, April 15, 2021 2:51 PM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Cc: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: For Your Awareness - FOIA Release of your Outside Activity Approval

Hi Vicki,

OGC/Ethics receives a monthly FOIA request asking for certain ethics-related documents for all political appointees. OGC/Ethics has reviewed your responsive records and plans to release your outside activity approval dated 3/18/21 (no redactions) to the following requestor on **Tuesday, April 20th**:

- Kevin Bogardus (E&E News), EPA-2021-003450 – requesting copies of recusal statements, impartiality determinations, ethics waivers, and outside activity approvals for all political and AD appointees from March 1 to April 1, 2021

Please see the attached document and let us know if you have any questions.

Thanks,
Shannon

Shannon Griffo
Office of General Counsel, Ethics
U.S. Environmental Protection Agency
(202) 564-7061
Griffo.Shannon@epa.gov

[illegible]

(b) (6), (b) (3) (A)

Justina

Justina Fugh | Director Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North William Jefferson Clinton Federal Building | Washington DC 20460 (for ground deliveries use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Monday, February 01, 2021 9:47 AM

To: Mosley, Ferne <mosley.ferne@epa.gov>

Cc: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: RE: Help with starting my ethics forms in Integrity

Thanks, Ferne – I appreciate the quick turnaround and just sent Justina a note as I do not see the actual questions or comments requesting specific information yet. Please advise if I'm missing something. Thank you both.

All best,

Vicki Arroyo

From: Mosley, Ferne <mosley.ferne@epa.gov>

Sent: Monday, February 1, 2021 9:46 AM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Cc: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: RE: Help with starting my ethics forms in Integrity

Good morning – thanks for submitting your report. Justina Fugh is working on it and has returned it to you for additional information.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency

Ethics Office/Office of General Counsel

William Jefferson Clinton Building North, Room 4113A

1200 Pennsylvania Ave, NW

Washington, DC 20460

(202) 564-8046 (desk)

(202) 306-2998 (mobile)

mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Saturday, January 30, 2021 4:19 PM

To: Mosley, Ferne <mosley.ferne@epa.gov>

Subject: RE: Help with starting my ethics forms in Integrity

Dear Ferne,

Hope this finds you well and you are enjoying the weekend. I appreciate your help on the forms which we completed and have been submitted for review. If you could please confirm you have what you need during the work week, I would appreciate it. Thanks again!

All the best,

Vicki

P.S. (b) (6)

but just FYI.

From: Mosley, Ferne <mosley.ferne@epa.gov>

Sent: Friday, January 29, 2021 10:42 AM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: RE: Help with starting my ethics forms in Integrity

Great, thanks.

Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency

Ethics Office/Office of General Counsel

William Jefferson Clinton Building North, Room 4113A

1200 Pennsylvania Ave, NW

Washington, DC 20460

(202) 564-8046 (desk)

(202) 306-2998 (mobile)

mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, January 29, 2021 10:41 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: Help with starting my ethics forms in Integrity
Yes, of course. Thank you

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, January 29, 2021 10:36 AM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: RE: Help with starting my ethics forms in Integrity
You're welcome. Please note that you are responsible for the contents of the report and you have to review and certify its accuracy when you submit the report. So, please make sure that you review all of the information that your spouse is entering on your behalf before the report is submitted.

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, January 29, 2021 10:28 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; ethics <ethics@epa.gov>
Subject: RE: Help with starting my ethics forms in Integrity
Thank you so much.
All best,
Vicki Arroyo

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, January 29, 2021 10:26 AM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>; ethics <ethics@epa.gov>
Subject: RE: Help with starting my ethics forms in Integrity
Hello, you may access your report in INTEGRITY www.integrity.gov, now that you have a MAX.gov password. You may use any computer to do this as it is a web-based program. If you don't use your EPA laptop with your PIV card, you have to type in your username and password. Please see the following guides to assist you with logging into Integrity:
<file:///C:/Users/fmosley/Documents/IntegrityLogin.pdf>
<https://community.max.gov/display/OGFExternal/Information+for+Filers>
You may also review the guide for how to complete your report here:
<https://www.oge.gov/Web/278eGuide.nsf>
Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, January 29, 2021 8:04 AM
To: ethics <ethics@epa.gov>
Subject: Help with starting my ethics forms in Integrity
Hi folks – I'm the new Assoc Administrator for Policy and it's so hard to get to my forms, etc during the week especially as we are also doing so much work and still being set up on EPA systems and tech.
I just created a Max Password but don't understand how that relates to being able to start my forms in Integrity. I'm also wondering if this is something that can be done on another computer (b) (6) as I work around the clock on my EPA-issued PC. Please advise how we can get started as much of this will need to happen this weekend. Thank you
Vicki Arroyo
(b) (6)

From: [Arroyo, Victoria](#)
To: [Griffo, Shannon](#)
Cc: [Fugh, Justina](#); [Mosley, Ferne](#)
Subject: RE: Notification of Release - Your Public Financial Disclosure Reports have been Requested
Date: Thursday, March 25, 2021 5:14:04 PM

Thank you. I know that Ferne is working to get clearance for (b) (6)

In the meantime, my Principal Deputy and I have divided up the relevant work accordingly which hopefully can be communicated if and when there is outreach by any media.

Best,
Vicki

From: Griffo, Shannon <Griffo.Shannon@epa.gov>
Sent: Thursday, March 25, 2021 5:03 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Notification of Release - Your Public Financial Disclosure Reports have been Requested

Hi Vicki,

We've received another OGE 201 request for your public financial disclosure reports. Tomorrow we will be releasing your 2021 New Entrant Report and associated memo, as well as your two certified 278-Ts from earlier this month, to the following individual:

- (b) (6) requested the public financial disclosure reports for 30 EPA political appointees.

I'll also be notifying OPA of the request, but OPA will not be able to see your reports.

Please let us know if you have any questions.

Thanks,
Shannon

Shannon Griffo
Office of General Counsel, Ethics Office
U.S. Environmental Protection Agency
(202) 564-7061
Griffo.Shannon@epa.gov

From: [Arroyo, Victoria](#)
To: [Mosley, Ferne](#)
Cc: [Fugh, Justina](#)
Subject: RE: Please use this version of letter- my title corrected
Date: Friday, April 09, 2021 11:53:32 AM

Thank you for the update, Ferne.
Hope you and Justina are heading into a nice weekend.
Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, April 9, 2021 11:49 AM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Please use this version of letter- my title corrected

Hi, Vicki – OGE said your CD is in the second stage of review in their General Counsel's Office.
Hopefully, the CD will be issued soon. I'll keep you posted as soon as either I or Justina receive it.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Wednesday, April 7, 2021 1:09 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: RE: Please use this version of letter- my title corrected

Hi, Vicki – not yet, but let me check in to see how it's coming along. I suspect they're processing many requests due to the transition, so it may take a little longer than usual (which is about 2 weeks).

Ferne

Ferne L. Mosley, Attorney-Advisor

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William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Wednesday, April 7, 2021 12:58 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: Please use this version of letter- my title corrected

Hi Ferne – Any updates on this please? Thank you.
Vicki Arroyo

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, March 26, 2021 10:56 AM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: RE: Please use this version of letter- my title corrected

Hello, Vicki – I sent your request for a certificate of divestiture to the Office of Government Ethics this morning. Hopefully we will hear back from them in the next week or so, but I'm not sure how many others they are processing. As soon as I hear something, I will let you know.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Thursday, March 25, 2021 10:31 AM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: RE: Please use this version of letter- my title corrected

Hi, (b) (6)

I'm copying Shannon who is working on the recusal statement.

Feel free to call me at 202-306-2998.

Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 25, 2021 8:00 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: Please use this version of letter- my title corrected

Thank you, Ferne! (b) (6)

I have an unrelated question if you have a moment. Might I give you a quick call today around 10 or 11 am? Thank you!

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Wednesday, March 24, 2021 12:42 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: RE: Please use this version of letter- my title corrected

Hi Vicki – we are waiting for your package to be signed by our DAEO, Jim Payne, so we expect to have this back soon and we will then send everything to the Office of Government Ethics. I'll keep you posted.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, March 19, 2021 5:32 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>; (b) (6)
Subject: Please use this version of letter- my title corrected

Dear Ferne,
Please use this version of the CD request letter, and confirm we are all set when you can. I just realized the one I signed earlier had promoted me to "Assistant Administrator" though I'm actually an "Associate Administrator." Thank you!
Have a good weekend.
Best,
Vicki

From: Arroyo, Victoria
Sent: Friday, March 19, 2021 12:58 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>; (b) (6)
Subject: RE: ~

Thank you, Ferne! Please see the letter attached with my e-signature. Please let us know if you need anything else on our end.
Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, March 19, 2021 12:11 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>; (b) (6)
Subject: RE: ~

Hello, I've updated the letter with the (b) (6) and an explanation of the others. If this is sufficient, then we just need your signature, Vicki's, and we'll keep it moving.

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: (b) (6)
Sent: Friday, March 19, 2021 10:52 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: Re: ~

Hi Ferne,

Thanks for taking this on.

The exact number of (b) (6)

regards,

(b) (6)

(b) (6)
(b) (6)
(b) (6)
(b) (6)
(b) (6)
(b) (6)

On Mar 19, 2021, at 10:29 AM, Mosley, Ferne <mosley.ferne@epa.gov> wrote:

Hi, can you provide me with the exact number of (b) (6)

(b) (6)

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, March 19, 2021 7:24 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: RE: ~

Also, just confirming per (b) (6) that the only one on the list you sent re: the CD or these additional two items he flagged (b) (6)

Thanks!
Vicki

From: Arroyo, Victoria
Sent: Friday, March 19, 2021 7:13 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: ~

Hi Ferne and Justina – I'm forwarding (b) (6) note from earlier this week as it seems to relate to the notice you just sent for me to sign and I'm not sure Ferne was aware of it. Per John's note below, it looks like (b) (6)

(b) (6) Please note that due to splits, there are also (b) (6)

(b) (6) Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. (b) (6) Thank you!

Best,
Vicki

From: (b) (6)
Sent: Tuesday, March 16, 2021 12:28 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

I've sold the stocks we discussed in (b) (6) and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

Specifically...

(b) (6)

Many apologies! Please let us know what we might need to do about these clarifications/changes.

best regards,

(b) (6)

On Mar 11, 2021, at 10:31 PM, Fugh, Justina <Fugh.Justina@epa.gov> wrote:

Hi Vicki (and (b) (6)) —

I had a lot of information in that email, so let's be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don't get me wrong: divestiture eliminates the conflicts issue, but I don't want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
<p>Our reading of your guidance is that we can do that by immediately selling the following stocks in (b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.</p> <p>If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters.</p> <p>Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6)</p> <p>[REDACTED] after first obtaining the relevant certificates of divestiture?</p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request form to request the CD. You will need to provide specific information</p>

<div data-bbox="378 186 516 447"> <div>(b) (6)</div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	<div data-bbox="805 142 1219 222"> <p>about the number of shares you own of those conflicting assets.</p> </div> <div data-bbox="805 275 1235 743"> <p>Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you to divest of the entirety of the conflicting asset, not just enough to get below the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.</p> </div>
---	---

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA |
Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal
Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip
code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 11, 2021 12:58 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you with our new Administrator arriving today! Please see some follow up questions regarding how we would like to proceed as we would be willing to divest these assets to ensure that I can serve EPA fully.
Best,
Vicki

From: (b) (6)
Sent: Thursday, March 11, 2021 12:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.

We would like to do everything possible to eliminate any conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following [REDACTED] (b) (6) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report

to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6)
	Those will indeed
	be reportable
	transactions. Because
	the funds are likely (b) (6)
	, however, and the
	transactions will take
	place in calendar year

<p>(b) (6)</p> <p>[REDACTED]</p>	<p>2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22.</p> <p>If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select "start an OGE Form 278-T" under My Tools.</p>
<p>(b) (6)</p> <p>[REDACTED]</p>	<p>[REDACTED]</p>

\$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on](#)

- [“Outside Activities”](#) and Section 6401.103 ([EPA’s Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the “recusal obligations” section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6)

(b) (6) If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot

participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

[illegible]

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

[illegible]

You should also recuse from participating in specific party matters in which your spouse's clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It's possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you.

Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria
<Arroyo.Victoria@epa.gov>
Sent: Thursday, March 04, 2021 7:47 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6) [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]

(b) (6)

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE 278T and Part 7
- May 2019.docx><Advisory to all 278 filers about filing
fee.pdf><cautionary note 3-11-21.docx><Smooth Sales
Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Arroyo, Victoria](#)
To: [Mosley, Ferne](#)
Cc: [Fugh, Justina](#); [Griffo, Shannon](#)
Subject: RE: your ethics picture, in one place.
Date: Friday, April 16, 2021 4:44:21 PM

Thank you for this update, Ferne. I think (b) (6), (b) (5)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Let me know if you have any questions please. Thank you and have a good weekend all!

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, April 16, 2021 1:52 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>; Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: FW: your ethics picture, in one place.

Hello, Vicki – Justina asked me to update your ethics guidance below now that the stock sales are complete and you’ve been approved to teach the course at the Georgetown Law Center. I’ve also included your recusal requirements for your former outside board and advisory positions, and included the advisory regarding your husband’s clients. I’ve included the general cautionary guidance again for your reference.

FINANCIAL CONFLICTS OF INTEREST:

Based on your spouse’s recent divestitures, we’ve identified the remaining assets and industry sectors that have a potential to create a conflict with your official position, albeit unlikely. So, we just want to remind you of your continuing obligations under the criminal conflict of interest law.

As Justina previously stated, although it is unlikely that your position will require you to participate in specific party matters, we have identified the stocks in which you own more than \$15,000, as well as the companies and sectors in which you continue to own stock shares with a value of more than \$25,000. You will be required to recuse yourself from participating personally and substantially in any EPA specific party matters affecting your stocks valued at more than \$15,000:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	[REDACTED]

(b) (6)			

You will also have to recuse yourself from participating personally and substantially in matters of general applicability, including rulemaking, having a direct and predictable effect on your financial interests as members of the identified industry sectors below because the value of your stocks in these sectors currently exceeds \$25,000:

RECUSAL LIST – INDIVIDUAL SECTORS			
(b) (6)			

You must monitor the value of all of your stock holdings on an ongoing basis to ensure that your financial interests that currently qualify for a regulatory exemption (e.g., a value at or below \$15,000 and values at or below \$25,000, respectively) remain within these exemption amounts before you participate in a matter affecting your financial interests; note that the values will fluctuate due to market volatility and dividend reinvestments, and not only due to additional purchases on the open market.

GEORGETOWN UNIVERSITY LAW CENTER

Outside teaching activity: you were approved to teach a course without compensation at the Georgetown University Law Center. This activity requires that you disqualify yourself from participating in matters at EPA in which Georgetown University Law Center is a party or is representing a party for the duration of your teaching activity and for a year thereafter, unless your participation is authorized in advance by our office. See 5 Code of Federal Regulations (C.F.R.) § 2635.502(a).

In addition, you may not use your official position or authority for the private gain of the Law Center, use your official time or government resources to teach the course, or use the official time of a subordinate to assist you with your outside activity, use or disclose non-public information during the course, or otherwise misuse your official position in the performance of you outside teaching activity. See *generally*, 5 C.F.R. Part 2635, Subpart G.

Finally, while conducting your teaching activity, you may refer to your official title only as part of general biographical information and may give it no more prominence than other aspects of your professional or educational background. I recommend that you provide a disclaimer to make it clear that you are appearing in your personal capacity, that you are expressing your personal views, and that the EPA and the federal government do not necessarily agree with your opinions. This will avoid the appearance that the EPA or government endorses your opinions. See 5 C.F.R. § 2635.807(b)

Prior employment: because the Law Center was your former employer and you signed the Biden Ethics Pledge, your disqualification from participating in specific party matters at EPA in which the

Law Center is a party or is representing a party is required for two years from the date of your federal appointment, or until January 20, 2023, unless you receive a waiver of the Ethics Pledge restrictions. See Biden Ethics Pledge at ¶ 2. This restriction will run concurrently with your impartiality restrictions due to your continued affiliation with the Law Center as described above.

-

FORMER AFFILIATIONS – Recusal requirements

The impartiality regulations also require that, for one year from the date you last served in advisory, editorial, or board position with the following entities, you disqualify yourself from participating in EPA specific party matters in which any of these entities is a party or represents a party, unless you are authorized to participate in advance by our office:

Center for Strategic & International Studies – recusal ends 1/24/22

Climate Policy Journal – recusal ends 1/24/22

National Academies of Sciences – recusal ends 1/23/22

Strong, Prosperous, and Resilient Communities Challenge (SPRCC), a partnership - recusal ends 1/24/22

UC Davis Institute for Transportation Studies – recusal ends 1/23/22

SPOUSAL CLIENTS: finally, the impartiality regulations require you to recuse yourself from participating in specific party matters in which your spouse's clients is a party or represents a party unless you first consult with an ethics official, as well as any matter that will affect your spouse's financial interests. See 5 C.F.R. § 2635.502(a) and 18 U.S.C. § 208(a), respectively.

If you have any questions about your ethics obligations, please be sure to reach out to me or Justina.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Thursday, March 11, 2021 1:15 AM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: your ethics picture, in one place.

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry

to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6)
(b) (6)	Those will indeed be reportable transactions. Because the funds are likely (b) (6) however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22.
(b) (6)	If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select "start an OGE Form 278-T" under My Tools.
(b) (6)	(b) (6)

<div data-bbox="219 163 574 281" style="background-color: black; width: 219px; height: 56px;"></div>	<div data-bbox="719 142 1370 226" style="background-color: black; width: 401px; height: 40px;"></div>
<div data-bbox="219 285 677 598" style="background-color: black; width: 282px; height: 149px;"></div>	<div data-bbox="719 285 1383 415" style="background-color: black; width: 409px; height: 62px;"></div>

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that that there is a cap to what you may receive. The maximum cap is \$29,595, but it’s pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA’s supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee’s supervisor. I’ve talked to Dan Utech, and he’s agreed to serve as the “supervisor” for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I’ll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on “Outside Activities”](#)) and Section 6401.103 ([EPA’s Supplemental Regulations](#)); and

- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest.

Please see the attached cautionary note and the “recusal obligations” section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6)

If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

(b) (6)

You should also recuse from participating in specific party matters in which your spouse's clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It's possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 04, 2021 7:47 AM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6)

(b) (6) [Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

Many thanks for your guidance,

Vicki Arroyo

From: [Arroyo, Victoria](#)
To: [Fugh, Justina](#)
Cc: (b) (6)
Subject: RE: your ethics picture, in one place.
Date: Friday, March 12, 2021 5:26:12 PM

Thank you, Justina! That sounds great. Have a nice weekend.

Best,
Vicki

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Friday, March 12, 2021 5:20 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: (b) (6)
Subject: RE: your ethics picture, in one place.

Hi Vicki,

I had a surprisingly busy day today and kept watching my schedule for Monday get eaten up. Let's settle on Monday, 3/15 at 3 pm. Shall I set up a Teams call for us? I'm assuming that: (1) you will want (b) (6) to join, and (2) he has access to Teams.

Cheers,

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, March 12, 2021 5:11 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: RE: your ethics picture, in one place.

Hi Justina – Just circling back to see if these or other times might work for you early next week?

Thanks and have a great weekend.

Best,
Vicki

From: Arroyo, Victoria
Sent: Friday, March 12, 2021 7:26 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: RE: your ethics picture, in one place.

Thank you, Justina! That is a good point, especially given that it's been hard to have time to think on these busy work days. (b) (6) and I will have more time to dig in this weekend and discuss, and I should look at what's to come in the regulatory agenda. Can we please get on your schedule for a conversation early next week perhaps? My Monday looks pretty good around 9:30 am, noon, or 3-4 pm. Can also do at or after 5 pm any day it seems. Thank you!

Best,
Vicki

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Thursday, March 11, 2021 10:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: (b) (6)
Subject: RE: your ethics picture, in one place.

Hi Vicki (and (b) (6)) –

I had a lot of information in that email, so let's be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don't get me wrong: divestiture eliminates the conflicts issue, but I don't want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
<p>Our reading of your guidance is that we can do that by immediately selling the following (b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p>	<p>Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.</p> <p>If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters.</p> <p>Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6) after first obtaining the relevant certificates of divestiture?</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request form to request the CD. You will need to provide specific information about the number of shares you own of those conflicting assets.</p> <p>Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you to divest of the entirety of the conflicting asset, not just enough to get below the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.</p>

Let me know how you want to proceed,

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 11, 2021 12:58 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you with our new Administrator arriving today! Please see some follow up questions regarding how we would like to proceed as we would be willing to divest these assets to ensure that I can serve EPA fully.

Best,

Vicki

From: (b) (6)

Sent: Thursday, March 11, 2021 12:32 PM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.

We would like to do everything possible to eliminate any conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6)
	Those will indeed be
	reportable transactions. Because the
	funds are likely (b) (6)
	however, and the transactions
	will take place in calendar year 2021,
	you don't need to report them until
	next year when you file your next
	disclosure report that covers 2021. As
	an incumbent filer, your next report
	will include Part 7 for transactions so
	add all of those purchases and sales
	there. That report will be due
	5/15/22.
	If you want, you may elect to file a
	periodic transaction report now so

	that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select “start an OGE Form 278-T” under My Tools.
(b) (6)	(b) (6)
(b) (6)	No. (b) (6)

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that there is a cap to what you may receive. The maximum cap is \$29,595, but it’s pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the "recusal obligations" section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6)

(b) (6) If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these

companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

You should also recuse from participating in specific party matters in which your spouse’s clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It’s possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also

can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 04, 2021 7:47 AM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6)

[Redacted list of transactions]

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE 278T and Part 7 - May 2019.docx>
<Advisory to all 278 filers about filing fee.pdf><cautionary note 3-11-21.docx>
<Smooth Sales Pamphlet.pdf>

From: [Mosley, Ferne](#)
To: [Arroyo, Victoria](#)
Cc: [Fugh, Justina](#); [Griffo, Shannon](#)
Subject: RE: your ethics picture, in one place.
Date: Friday, April 16, 2021 4:52:49 PM

I've made updates below based on the additional information you provided.

Thank you, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Friday, April 16, 2021 1:52 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>; Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: FW: your ethics picture, in one place.

Hello, Vicki – Justina asked me to update your ethics guidance below now that the stock sales are complete and you've been approved to teach the course at the Georgetown Law Center. I've also included your recusal requirements for your former outside board and advisory positions, and included the advisory regarding your husband's clients. I've included the general cautionary guidance again for your reference.

FINANCIAL CONFLICTS OF INTEREST:

Based on your spouse's recent divestitures, we've identified the remaining assets and industry sectors that have a potential to create a conflict with your official position, albeit unlikely. So, we just want to remind you of your continuing obligations under the criminal conflict of interest law.

As Justina previously stated, although it is unlikely that your position will require you to participate in specific party matters, we have identified the stocks in which you own more than \$15,000, as well as the companies and sectors in which you continue to own stock shares with a value of more than \$25,000. You will be required to recuse yourself from participating personally and substantially in any EPA specific party matters affecting your stocks valued at more than \$15,000:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
Becton Dickinson	Boeing

Coherent, Inc.	Target
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You will also have to recuse yourself from participating personally and substantially in matters of general applicability, including rulemaking, having a direct and predictable effect on your financial interests as members of the identified industry sectors below because the value of your stocks in these sectors currently exceeds \$25,000:

RECUSAL LIST – INDIVIDUAL SECTORS	
Aircraft manufacturing	Medical technology
Retail business	

You must monitor the value of all of your stock holdings on an ongoing basis to ensure that your financial interests that currently qualify for a regulatory exemption (e.g., a value at or below \$15,000 and values at or below \$25,000, respectively) remain within these exemption amounts before you participate in a matter affecting your financial interests; note that the values will fluctuate due to market volatility and dividend reinvestments, and not only due to additional purchases on the open market.

GEORGETOWN UNIVERSITY LAW CENTER

Outside teaching activity: you were approved to teach a course without compensation at the Georgetown University Law Center. This activity requires that you disqualify yourself from participating in matters at EPA in which Georgetown University Law Center is a party or is representing a party for the duration of your teaching activity and for a year thereafter, unless your participation is authorized in advance by our office. See 5 Code of Federal Regulations (C.F.R.) § 2635.502(a).

In addition, you may not use your official position or authority for the private gain of the Law Center, use your official time or government resources to teach the course, or use the official time of a subordinate to assist you with your outside activity, use or disclose non-public information during the course, or otherwise misuse your official position in the performance of your outside teaching activity. See *generally*, 5 C.F.R. Part 2635, Subpart G.

Finally, while conducting your teaching activity, you may refer to your official title only as part of general biographical information and may give it no more prominence than other aspects of your professional or educational background. I recommend that you provide a disclaimer to make it clear that you are appearing in your personal capacity, that you are expressing your personal views, and that the EPA and the federal government do not necessarily agree with your opinions. This will avoid the appearance that the EPA or government endorses your opinions. See 5 C.F.R. § 2635.807(b)

Prior employment: because the Law Center was your former employer and you signed the Biden Ethics Pledge, your disqualification from participating in specific party matters at EPA in which the Law Center is a party or is representing a party is required for two years from the date of your

federal appointment, or until January 20, 2023, unless you receive a waiver of the Ethics Pledge restrictions. See Biden Ethics Pledge at ¶ 2. This restriction will run concurrently with your impartiality restrictions due to your continued affiliation with the Law Center as described above.

-

FORMER AFFILIATIONS – Recusal requirements

The impartiality regulations also require that, for one year from the date you last served in advisory, editorial, or board position with the following entities, you disqualify yourself from participating in EPA specific party matters in which any of these entities is a party or represents a party, unless you are authorized to participate in advance by our office:

Center for Strategic & International Studies – recusal ends 1/24/22

Climate Policy Journal – recusal ends 1/24/22

National Academies of Sciences – recusal ends 1/23/22

Strong, Prosperous, and Resilient Communities Challenge (SPRCC), a partnership - recusal ends 1/24/22

UC Davis Institute for Transportation Studies – recusal ends 1/23/22

SPOUSAL CLIENTS: finally, the impartiality regulations require you to recuse yourself from participating in specific party matters in which your spouse's clients is a party or represents a party unless you first consult with an ethics official, as well as any matter that will affect your spouse's financial interests. See 5 C.F.R. § 2635.502(a) and 18 U.S.C. § 208(a), respectively.

If you have any questions about your ethics obligations, please be sure to reach out to me or Justina.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency

Ethics Office/Office of General Counsel

William Jefferson Clinton Building North, Room 4113A

1200 Pennsylvania Ave, NW

Washington, DC 20460

(202) 564-8046 (desk)

(202) 306-2998 (mobile)

mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>

Sent: Thursday, March 11, 2021 1:15 AM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: your ethics picture, in one place.

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's

start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6) [REDACTED]	(b) (6) [REDACTED] Those will indeed be reportable transactions. Because the funds are likely (b) (6) [REDACTED], however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22. If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select "start an OGE Form 278-T" under My Tools.
(b) (6) [REDACTED]	[REDACTED]

<div data-bbox="219 157 576 199" style="background-color: black; height: 20px; width: 220px;"></div> <div data-bbox="219 199 365 241" style="background-color: black; height: 20px; width: 90px;"></div>	<div data-bbox="722 136 1266 178" style="background-color: black; height: 20px; width: 335px; color: red;">(b) (6)</div>
<div data-bbox="219 241 673 283" style="background-color: black; height: 20px; width: 280px; color: red;">(b) (6)</div> <div data-bbox="219 283 657 325" style="background-color: black; height: 20px; width: 270px;"></div> <div data-bbox="219 325 657 367" style="background-color: black; height: 20px; width: 270px;"></div> <div data-bbox="219 367 665 409" style="background-color: black; height: 20px; width: 275px;"></div> <div data-bbox="219 409 673 451" style="background-color: black; height: 20px; width: 280px;"></div> <div data-bbox="219 451 641 493" style="background-color: black; height: 20px; width: 260px;"></div> <div data-bbox="219 493 641 535" style="background-color: black; height: 20px; width: 260px;"></div> <div data-bbox="219 535 527 577" style="background-color: black; height: 20px; width: 190px;"></div>	<div data-bbox="722 241 1388 283" style="background-color: black; height: 20px; width: 410px; color: blue;">No. (b) (6)</div> <div data-bbox="722 283 1315 325" style="background-color: black; height: 20px; width: 365px;"></div> <div data-bbox="722 325 1031 367" style="background-color: black; height: 20px; width: 190px;"></div>

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that that there is a cap to what you may receive. The maximum cap is \$29,595, but it's pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.);
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the “recusal obligations” section below. As the AA for OP, it may be unlikely that your will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6) If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

You should also recuse from participating in specific party matters in which your spouse's clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It's possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 04, 2021 7:47 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6)
[REDACTED]
[REDACTED]
[REDACTED]

(b) (6)

[REDACTED]

[REDACTED]

Many thanks for your guidance,

Vicki Arroyo

From: [Fugh, Justina](#)
To: [Arroyo, Victoria](#)
Subject: your ethics picture, in one place.
Date: Thursday, March 11, 2021 1:14:00 AM
Attachments: [When to Report Transactions on the OGE 278T and Part 7 - May 2019.docx](#)
[Advisory to all 278 filers about filing fee.pdf](#)
[cautionary note 3-11-21.docx](#)
[Smooth Sales Pamphlet.pdf](#)

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6)
	Those will indeed be reportable transactions.
	Because the funds are likely (b) (6)
	, however, and the transactions will take place
	in calendar year 2021, you don't need to report
	them until next year when you file your next
	disclosure report that covers 2021. As an incumbent
	filer, your next report will include Part 7 for
	transactions so add all of those purchases and sales
	there. That report will be due 5/15/22.
	If you want, you may elect to file a periodic
	transaction report now so that next year, you can
	simply upload the information as part of the pre-

	population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select “start an OGE Form 278-T” under My Tools.
(b) (6)	
(b) (6)	No. (b) (6)

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that that there is a cap to what you may receive. The maximum cap is \$29,595, but it’s pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

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- cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
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NEXT STEPS

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(b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

[Redacted]
[Redacted]
[Redacted]

[Redacted]
[Redacted]
[Redacted]

Many thanks for your guidance,

Vicki Arroyo



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Washington, D.C. 20460

OFFICE OF
GENERAL COUNSEL

MEMORANDUM

SUBJECT: Timely Filing of Public Financial Disclosure and Periodic Transaction Reports

FROM: David Cozad *David Cozad* 8/29/19
Acting Designated Agency Ethics Official

TO: All EPA Public Financial Disclosure Report Filers

In 1978, Congress enacted the Ethics In Government Act, 5 U.S.C. app., to establish the Executive Branch financial disclosure reporting system that requires mandatory public disclosure of financial and employment information of certain officials and their immediate families. Because you occupy a designated position (either permanently or for more than 60 days on detail), you are required by this statute to file the public financial disclosure report. As executive branch employees, we are all bound by federal ethics laws and regulations, including prohibitions against financial conflicts of interest and loss of impartiality. Your disclosures allow the Office of General Counsel's Ethics Office (OGC/Ethics) to assist you in identifying and addressing potential or actual conflicts of interest in order to maintain the integrity of the Agency's programs and operations.

This memorandum formally reminds you that you are required by law to timely and accurately file your Public Financial Disclosure Reports (OGE 278e)¹ and Periodic Transaction Reports (OGE 278-Ts).² Failure to file timely will result in a **\$200 late filing fee** unless you formally request and receive a waiver of the late fee from the Designated Agency Ethics Official (DAEO) or Alternate Designated Agency Ethics Official (ADAEO).³ Unpaid late fees are subject to the Agency's⁴ and the government's debt collection procedures.

In addition to filing timely, you must also file a complete and accurate report. Should OGC/Ethics contact you for any additional required information, you will have no more than **30 days** to update your report. For guidance on how to file an accurate report, please refer to the Public Financial Disclosure Guide or contact OGC/Ethics at ethics@epa.gov.

¹ See 5 U.S.C. app. § 101; 5 C.F.R. § 2634.201.

² Pub. L. 112-105 § 11 (STOCK Act).

³ See 5 U.S.C. app. § 104(d)(1); 5 C.F.R. § 2634.704(a).

⁴ See Resource Management Directive System 2540-03-P2 dated 07/12/2016.

Please refer to this chart for your filing obligations:

OGE 278e - New Entrant reports	Within 30 days of entering a covered position (either by appointment to a permanent or acting in covered position)
OGE 278e – Incumbent reports	No later than May 15
OGE 278e – Termination reports	No later than 30 days after leaving a covered position (either through reassignment, resignation, or the end of acting in a covered position) (Reports may be submitted within 15 days prior to termination)
OGE 278T – Periodic transaction reports ⁵	The earlier of 30 days after learning of a transaction or 45 days of the transaction taking place.

How to request an extension of the filing deadline:

For good cause (e.g., travel, workload issues, sickness), you may request up to two 45-day extensions. Submit the request by email, including the reason, to ethics@epa.gov **prior to the due date**. Extensions cannot be granted after the due date has passed.

How to request the waiver of a late filing fee:

If *extraordinary circumstances* prevented you from meeting the deadline and OGC/Ethics assessed a late fee, you may request a waiver of the late fee. See 5 C.F.R. § 2634.704. Submit your request in writing to ethics@epa.gov, to the attention of the DAEO and ADAEO, describing the extraordinary circumstances and provide any supporting documentation. Please note that vacations or routine work obligations are not “extraordinary” circumstances. The decision to grant or deny a waiver is at the sole discretion of the DAEO/ADAEO and is final.

You are required by law to comply with these financial reporting obligations. Your colleagues in OGC/Ethics are available to provide assistance, but it is always your obligation to file your reports timely and accurately. In fact, ethics regulations *require* that we refer individuals to the Department of Justice (DOJ) when there is reasonable cause to believe that they have willfully failed to file a required report or provide the information that the report requires. The current maximum civil penalty is \$56,216.⁶

As public servants, we know that you take your ethics obligations seriously. As such, we expect you to make a good faith effort to adhere to the timeliness and completeness requirements of your financial disclosure reporting obligations. If you have any questions, please contact ethics@epa.gov.

ATTACHMENT - *When to Report Transactions on the OGE 278 and OGE 278T*

cc: Justina Fugh, Alternate Designated Agency Ethics Official

⁵ See attached guidance – *When to Report Transactions on the OGE 278 and OGE 278T*.

⁶ In 2012, OGC/Ethics referred an individual to DOJ for failure to file a termination report despite repeated reminders and entreaties. That individual paid a civil penalty of \$15,000 and still had to file the termination report.

In reviewing your OGE-278 (Public Financial Disclosure Report) in INTEGRITY, we noticed that you reported owning certain interests that might be affected by the performance of your official duties. These assets appear to be over the regulatory thresholds, so we are sending you this cautionary letter to remind you to take appropriate steps to ensure that you do not have a conflict of interest. We are not concluding that you currently have a conflict of interest; rather, you should read the information below and contact OGC Ethics if you have any questions. Remember, it is your obligation to ensure that your private interests (including your assets) do not conflict with your public duties. Be vigilant!

YOUR FINANCIAL INTEREST(S) OF CONCERN

We identified the following financial interest(s) that may be affected by the performance of your official duties and that exceed the regulatory exemption levels. This does not necessarily mean that you have a current conflict of interest, but we want to flag the following for you:

- SPECIFIC PARTY MATTERS: (b) (6)
[REDACTED]
- MATTERS OF GENERAL APPLICABILITY: (b) (6)
[REDACTED]

Regulatory Exemption Levels

There are different regulatory exemption levels, depending on the type of particular matter. You can still participate if you own less than the levels below:

SPECIFIC PARTY MATTER	MATTER OF GENERAL APPLICABILITY
e.g., an enforcement action against ABC Widget Company	e.g., working on a rulemaking that affects all widget manufacturers
≤\$15,000 in ABC Widget Co. itself or in aggregate among all widget manufacturers	≤\$25,000 aggregate in any one widget maker (e.g., ABC Widget Corp. or DEF Widget Corp.)
≤\$25,000 aggregate for any affected non-parties (e.g., DEF Widget Corp. which manufactures a similar product)	≤\$50,000 aggregate in all affected parties (all widget makers)

Don't forget that you have to add together your own ownership interest and any imputed interest. You also have to aggregate how many assets you own in the same sector.

EXAMPLE: You own \$8,000 worth of ABC Widget and your spouse also owns \$8,000. You cannot direct your staff to participate in an event at ABC Widget offices because you own more than \$15,000 in the company and cannot participate in any particular matter that involves or affects ABC Widget as a specific party.

EXAMPLE: Your father-in-law passed away recently and bequeathed to your spouse shares in an oil and gas company worth \$30,000. You can't work on a specific party matter involving that company and also now can't work on any rulemaking that affects all oil and gas companies.

Why Do We Raise Concerns?

A criminal statute, 18 U.S.C. §208(a), bars you from participating in any "particular matter" that affects any of your own interests or any imputed interest (e.g., spouse or dependent children). Your interests include not only ownership interests (e.g., stock, bonds, mutual funds) but also the interests of outside entities (e.g., any organization in which you are serving as an officer, director, or trustee) and prospective employers (any entity with which you are seeking future employment). So you can't participate in any particular matter that will have a direct and predictable effect on your financial interest.

The important point to remember here is that 18 U.S.C. §208(a) is a criminal statute. A knowing violation of this statute can result in criminal prosecution and penalties. It's important to understand the elements of the financial conflict of interest statute. You have to participate "personally and substantially" in a "particular matter" in order for there to be a conflict of interest, and there has to be a "direct and predictable" effect on your financial interests.

What is a particular matter?

A "particular matter" involves any deliberation, decision or action and that is focused on the interests of specific persons/organizations or any identifiable class of persons. It includes "specific party" matters (e.g., contracts, grants, assistance agreements, lawsuits, enforcement action, permits, licenses, audits) and matters of "general applicability" (e.g., rulemaking or policy matters) that distinctively affect a particular industry or identifiable class of persons.

What is "personal and substantial" participation?

Personal participation means that you were personally involved in the matter or that you directed or controlled a subordinate's participation. *Substantial participation* means that your involvement in the matter was of significance, which includes decision-making, review or recommendation as to an action being taken, signing or approving a final document, and/or participating in a final decision briefing.

What is a "direct and predictable" effect on a financial interest?

The effect must be direct and predictable and not speculative (though the actual dollar amount does not need to be ascertained). There must be close causal link between any decision or action to be taken in the matter and any expected effect of the matter on the financial interest.

What to do if you're worried about a conflict

If you are concerned that you have a conflict, contact OGC/Ethics immediately. We will go over the available options for you. Typically, potential conflict of interests are resolved in one of the following ways:

- 1) Don't participate. This means that you do not participate in the matter at all, including attending meetings, receiving briefings or being copied on substantive documents. We recommend that you document your recusal in writing, with a copy to OGC/Ethics.
- 2) Divest entirely or get below the regulatory threshold. You can either sell outright on your own or, if the sale will result in a tax liability for capital gains, then you may instead contact OGC/Ethics for a "Certificate of Divestiture" before you sell. This will enable you to defer capital gains tax, but you have to ask OGC/Ethics for assistance before you divest.
- 3) Ask for a waiver. Only the Agency's Designated Agency Ethics Official (DAEO) in OGC is authorized to waive the prohibition of 18 U.S.C. §208(a) where the interest is "not so substantial as to be deemed likely to affect the integrity of services which the Government may expect." OGC must consult with another federal agency before issuing a waiver, which are rarely granted.

* * * * *

If you need more information or advice, feel free to contact OGC/Ethics at ethics@epa.gov . We will be happy to assist you.

REQUEST FOR A CERTIFICATE OF DIVESTITURE
(must be completed by the agency, not by the requesting employee)

Requesting employee's name and position title:	Employing agency and component:
Agency point of contact:	Telephone number and email address for agency point of contact:
Signature of DAEO or ADAEO:	Date signed:

For complete instructions on requesting a Certificate of Divestiture (CD), please review 5 C.F.R. part 2634, subpart J.

1. Provide the requested information about the property being divested and the owner(s) of that property (see sample table to the right):

(a) description of the property: include the name of the property being divested;

(b) quantity or percentage owned: quantity may be represented by the number of shares of stock, units owned, or percentage of the partnership owned;

(c) owner(s) of the property: provide the full name of the owner(s) of the property; and

(d) relationship to the employee: indicate whether each property owner is one of the following: (i) a government employee; (ii) a spouse, a minor child or a dependent child of the government employee; or (iii) a trustee of a trust for the benefit of the government employee, the spouse, minor or dependent child of the government employee.

(a) Description of the property	(b) Quantity or percentage owned	(c) Owner(s) of the property	(d) Relationship to the employee
McDonald's Corp.	57 shares	John A. Jones	self
General Electric Co.	251 shares	John A. Jones (joint) Mary B. Jones	self spouse
Play Toys, LP	12.24% interest	Mary B. Jones	spouse
Merck & Co., Inc.	33 shares	William C. Smith	trustee
Coca-Cola, Co.	55 shares	John A. Jones (as custodian) Robert D. Jones	self dependent child

Please provide the requested information in an Excel spreadsheet or Word document if a CD is being requested for more than six holdings. Please do not submit financial statements.

(a) Description of the property	(b) Quantity or percentage owned	(c) Owner(s) of the property	(d) Relationship to the employee

Clear Form

(a) Description of the property	(b) Quantity or percentage owned	(c) Owner(s) of the property	(d) Relationship to the employee

2. Provide a brief description of the employee's position or provide a citation to a statute or regulation that sets forth the duties of the position. (If additional space is needed, please use the [continuation page](#) at the end of the format.)

3. Provide a detailed explanation of the basis for your conclusion that divestiture is reasonably necessary to comply with Federal ethics rules. (If additional space is needed, please use the [continuation page](#) at the end of the format.)

4. Provide the date that the requirement to divest first applied or the date the employee first agreed that the eligible person would divest the property in order to comply with conflict of interest requirements. (If additional space is needed, please use the [continuation page](#) at the end of the format.)

5. Please address all items below (If additional space is needed, please use the [continuation page](#) at the end of the format.):

a. Has the employee been informed of their obligation to recuse from particular matters in which the employee would have a disqualifying financial interest arising from the property described in the employee's request for a Certificate of Divestiture?

Yes ☐ No ☐ (if no, please explain using the [continuation page](#))

b. Was the property acquired prior to appointment?

Yes ☐ No ☐ (if no, please explain using the [continuation page](#))

Clear Form

c. Will divestiture of the property incur capital gains rather than ordinary income?

Yes ☐ No ☐ (if no, please explain using the [continuation page](#))

d. Has the ethics office confirmed that none of the employee's other financial interests are "similar or related" to the property being divested (i.e., will divestiture resolve the entire conflict)?

Yes ☐ No ☐ (if no or if additional explanation is needed, please explain using the [continuation page](#))

e. Has the ethics office confirmed that the property being divested is not held in an account that can be rolled into permissible property in a tax-deferred account without incurring capital gains (e.g., IRA, 401(k), etc.)?

Yes ☐ No ☐ (if no, please explain using the [continuation page](#))

f. Is the request within the divestiture deadline?

Yes ☐ No ☐ (if no, please explain using the [continuation page](#))

6. Are there any other factors that are not addressed above that weigh against issuing a certificate of divestiture (e.g., is the ethics office aware that the employee may be leaving the Government soon, or is under investigation or subject to a disciplinary action related to the conflict of interest requirements)? If yes, provide a detailed statement identifying the factors that weigh against issuing a certificate of divestiture on a [continuation page](#).

Yes ☐ No ☐

7. Please confirm that you are submitting a completed CD package, including:

a. A written request from the employee that includes an unconditional statement that the eligible person holding the property (i.e., the employee, spouse, and/or relevant trustee) has agreed to divest the property.

Yes ☐ No ☐

b. A copy of the employee's most recent financial disclosure report including any required subsequent Periodic Transaction Reports, or a list of the equivalent information if the employee does not file a financial disclosure report.

Yes ☐ No ☐

c. A copy of the trust document if any of the property is held in a trust.

N/A ☐ Yes ☐ No ☐

Clear Form

8. Please provide any additional information that you would like OGE to consider when processing the request. (If additional space is needed, please use the [continuation page](#) at the end of the format.)

Please send the completed CD package to CD@oge.gov or to the following address: Director, U.S. Office of Government Ethics, 1201 New York Avenue, NW, Suite 500, Washington, DC 20005-3917.

Clear Form

Print

REQUEST FOR A CERTIFICATE OF DIVESTITURE
Continuation Page

Before each response, please indicate the question for which you are providing additional information.

REQUEST FOR A CERTIFICATE OF DIVESTITURE
Continuation Page

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SMOOTH SALES

A BEGINNER'S GUIDE TO CERTIFICATES OF DIVESTITURE

Introduction

If you are an executive branch employee of the Federal Government or plan to become one, at some point you may have to sell certain assets to avoid a conflict of interest or the appearance of a conflict. Under tax rules, the sale of an asset may cause you to have a taxable capital gain which must be reported to the Internal Revenue Service. However, to make it easier for you and your family to comply with ethics rules, the tax laws provide that before you sell your asset, the Director of the Office of Government Ethics (OGE) may issue a Certificate of Divestiture (called a CD) which will allow you to defer the capital gains tax. The CD does not eliminate the capital gains tax; it simply defers payment of the tax to some future date.

The Office of Government Ethics is the agency that administers the CD program. The Director of OGE issues CDs to employees through their designated agency ethics officials.

This pamphlet provides an overview of the CD program. It contains answers to some questions often asked by employees who are required to divest property because of a conflict of interest. This pamphlet does not cover every issue that may arise, and it is not a substitute for counseling. For specific advice about your situation, you should consult your designated agency ethics official.

Frequently Asked Questions

Can I get a CD any time I sell property?

No. A CD can be obtained only if:

- ☐ you have not yet sold the property;
- ☐ the sale is required to eliminate or prevent a conflict of interest;
- ☐ there would be a capital gain; and
- ☐ the request is submitted through your designated agency ethics official and approved by the Director of OGE.

Requests for CDs are considered on a case-by-case basis and may not always be approved. If your request involves a complicated situation, such as when the property to be sold is held in a trust, you should talk to your designated agency ethics official or OGE as soon as possible.

Who is eligible for a CD?

- ☐ Officers and employees of the executive branch of the Federal Government, except a person who is a "special Government employee," as defined in 18 U.S.C § 202;
- ☐ The spouse or minor or dependent child of such persons; and
- ☐ Under certain circumstances, a trustee holding property in a trust.

How do I apply for a CD?

☐ You must make a written request to your designated agency ethics official that includes a commitment to divest within a specified time period.

☐ Your designated agency ethics official then sends your request to the Director of OGE with:

- 1 a description of the property to be sold;
- 2 a statement from your designated agency ethics official indicating that the divestiture is necessary; and
- 3 if you file a financial disclosure report, a copy of your report. If you do not file a financial disclosure report, your designated agency ethics official must submit a memorandum that contains the information required to be disclosed in such a report.

What are the time requirements for requesting a CD?

- ☐ If you are divesting property because of an ethics agreement, your designated agency ethics official must submit your request and the required materials to OGE within three months of the date of the ethics agreement.
- ☐ If you are selling property required to be divested by statute, regulation, or executive order, your designated agency ethics official must submit your request and the required materials to OGE within

three months and ten days after the requirement becomes applicable.

What should I do once I receive the CD?

You must sell the property described in the CD within the required time frame and reinvest in so-called “permitted property” within 60 days, including the date of sale. Keep the Certificate and file it with IRS Form 8824 along with your Federal income tax return for the year in which the sale took place.

In what “permitted property” must I reinvest?

- ☐ United States obligations, such as Treasury bills, bonds, and notes; or
- ☐ open-end diversified mutual funds.

Note that when you sell permitted property or a United States obligation matures, you will incur the capital gains tax that was deferred.

Where can I learn more about CDs?

You can consult with your designated agency ethics official or OGE

with any questions regarding CDs or the CD program. However, since your agency ethics official and OGE cannot provide you with tax advice, you should ask your personal tax advisor, accountant, or attorney if you have questions about the tax implications of a CD. They can find detailed information at:

- ☐ Section 1043 of the Internal Revenue Code of 1986; and
- ☐ Regulations starting at 5 C.F.R. § 2634.1001.

SMOOTH SALES

A BEGINNER’S GUIDE TO CERTIFICATES OF DIVESTITURE



U.S. Office of Government Ethics

When to Report Transactions

DUE DATE: The earlier of the following: 30 Days from Notification or 45 Days from Transaction

	Periodic Transaction Report	Annual and/or Termination Report
Investment Assets	Report on the OGE 278-T?	Report on Part 7 of the OGE 278e?
Transactions of \$1,000 or less		
• Any asset in which the transaction amount is \$1,000 or less regardless of the type of asset or who owns the asset	No	No
Your investment assets (or jointly held)		
• Your stocks	Yes	Yes
• Your bonds (except U.S. Treasury securities)	Yes	Yes
• Your commodity futures	Yes	Yes
• Your other investment securities	Yes	Yes
• Assets listed above in your (joint) brokerage accounts, (joint) managed accounts, IRAs, other retirement accounts, and/or other (joint) investment vehicles	Yes	Yes
Your spouse's investment assets		
• Spouse's stocks	Yes	Yes
• Spouse's bonds (except U.S. Treasury securities)	Yes	Yes
• Spouse's commodity futures	Yes	Yes
• Spouse's other investment securities	Yes	Yes
• Assets listed above in spouse's <u>own</u> brokerage account, managed accounts, IRAs, other retirement accounts, and/or other investment vehicles	Yes	Yes
Your dependent child's investment assets		
• Dependent child's stocks	Yes	Yes
• Dependent child's bonds (except U.S. Treasury securities)	Yes	Yes
• Dependent child's commodity futures	Yes	Yes
• Dependent child's other investment securities	Yes	Yes
• Assets listed above in dependent child's <u>own</u> brokerage account, IRAs, and/or other investment vehicles	Yes	Yes
Other investment assets irrespective of ownership		
• Real Property	No	Yes ¹
• Mutual funds, exchange traded funds, index funds and/or other "excepted investment funds" ²	No	Yes
• Any asset in which the transaction amount is \$1,000 or less	No	No
• Cash accounts (deposits and/or withdrawals)	No	No
• Money market accounts	No	No
• Money market funds	No	No
• Certificates of deposits	No	No
• US Treasury Securities (e.g., T bills, Treasury bonds, U.S. savings bonds)	No	No
• Federal Government Retirement Accounts (e.g., Thrift Savings Plan)	No	No
• Life insurance and annuities	No	No
• Collectibles	No	No
• Assets held within an excepted trust ³	No	No
• Transfer of assets between you, your spouse, and your dependent children	No	No

¹ Do not report the purchase or sale of your personal residence on Part 7 unless you rent it out at any time during the reporting period.

² To be an excepted investment fund (EIF), the asset must be:

- (a) widely held (more than 100 participants),
- (b) independently managed – arranged so that you neither exercise control nor have the ability to exercise control over the financial interests held by the fund, and
- (c) publicly traded (or available) or widely diversified.

Managed accounts, investment clubs, trusts, 529 accounts, brokerage accounts, and individual retirement accounts (IRAs) are not excepted investment funds in and of themselves. It may be that individual assets held within these types of investment vehicles may qualify as EIFs if, for example, your IRA holds a publicly-traded mutual fund. But the fact that you have a managed account does not absolve you of your reporting requirements. That account is legally owned by you, and you're responsible for its assets and reporting transactions. If you have questions, contact ethics@epa.gov.

³ OGC/Ethics must determine that your trust qualifies as an “excepted trust.” For help, email ethics@epa.gov.

From: [Fugh, Justina](#)
To: [Arroyo, Victoria](#); [Carbonell, Tomas](#); [Cassady, Alison](#); [Chaudhary, Dimple](#); [Fine, Philip](#); [Harris, Sincere](#); [Hoffer, Melissa](#); [Katims, Casey](#); [Lucey, John](#); [Utech, Dan](#)
Subject: Welcome (really) to the wonderful world of public financial disclosure reporting!
Date: Monday, January 25, 2021 12:58:00 AM
Attachments: [Advisory - 278 and 278T reporting obligations January 2021 digitally signed.pdf](#)
[reporting periods for 278s.docx](#)
[When to Report Transactions on the OGE 278 and Part 7 - November 2020.docx](#)

Hi there,

In your position you are required by the Ethics in Government Act of 1978 to file the Public Financial Disclosure Report. Using your EPA email address, I have now assigned you a new entrant report that we'll review. Having this information will allow us to assess your conflicts issues and then to draft recusal statements for those of you who need them. Don't worry ... we're here to help you.

DEADLINE FOR SUBMITTING THE REPORT

Technically, your "new entrant" report is due no later than 30 days from your start date at EPA or 2/19/21. If you need additional time, you must contact ethics@epa.gov before your deadline expires. There is a limit to how much additional time we can give you, and we can't grant any extension after the fact.

THE FINANCIAL DISCLOSURE REPORT, OGE-278e

EPA uses an electronic filing system (www.INTEGRITY.gov) for the public financial disclosure reports that is operated and secured by the U.S. Office of Government Ethics (OGE). You are required by law to complete the form, and we will use it to determine whether you have any financial conflicts of interest or other ethics concerns. We have pre-populated the address field with EPA's address because, well, this is a public form and we don't want anyone to know your personal address. For help in INTEGRITY, check out the OGE [Public Financial Disclosure Guide](#). The email from INTEGRITY.gov will provide you with specific instructions to log into the federal government's max.gov site, the gateway to INTEGRITY. If you didn't receive your account notification, then check your clutter box for messages from INTEGRITY.gov, or contact ethics@epa.gov.

There are several important things to know about the OGE-278e: (1) it is a public form (which means that anyone can ask for a copy of your form, but Congress repealed the requirement for public posting to the internet); (2) you have to fill it out every year you are in this position; (3) when you leave the position, you will have to file a termination report; and (4) you will be subject to a late filing fee of \$200 for not filing your report timely.

REQUIREMENT TO ANSWER ANY FOLLOW UP QUESTIONS WITHIN 14 DAYS

We will review your report as quickly as possible. If we have any questions, then we will notify you. At that point, you will have 14 calendar days to respond and resubmit your report back to us with any necessary changes.

REPORTING TRANSACTIONS

While you are in this position, you are a public financial disclosure filer who is subject to certain additional requirements of the Ethics In Government Act as amended by the STOCK Act. You will be required to report any purchase, sale or exchange of stocks, bonds, commodities futures or other forms of securities when the amount of the transaction exceeds \$1000. Use INTEGRITY to disclose reportable transactions within 30 days of receiving notification of the transaction, but not later than 45 days after the transaction occurs. You will have to report transactions that occur within brokerage accounts, managed accounts, or other investment vehicles that you own or jointly own with your spouse or another person, as well as transactions of your spouse or dependent children. We will go

over this requirement during your initial ethics training, but I've also attached our reminder about late fees and when to report transactions. Remember, you are responsible for reporting transactions, even if you have a managed account, and you will be fined for a tardy periodic transaction report.

YES, YOU CAN BE FINED FOR NOT FILING PROMPTLY

It's worth repeating that you can be fined \$200 for not meeting the submission deadline (and you still have to file that report). PLEASE pay attention to your filing requirements! If you need an extension, then you must ask before your deadline expires. There is a limit to how much additional time you may receive.

HELPFUL HINTS FOR FILLING OUT THE FORM

- This is a wretched and exacting form, so just know that you will have to provide a lot of information.
- You will get three different places to report assets: filer's employment-related assets and income, spouse's employment related assets and income, and other assets and income. You must report assets for yourself, your spouse and any dependent children. We don't really care where you report your assets, just that you do report them all someplace.
- You must include any investment asset that is worth more than \$1000. Include any income from any source that exceeded \$200 during the reporting period (including outside jobs or hobbies, rental income). Include any cash/savings accounts that have more than \$5000.
- Enter each asset separately. Don't lump items together on one line. Be sure to provide the valuation of the asset AND the amount of the income. For assets that aren't mutual funds, you also have to report the type of income (e.g., dividends, cap gains).
- For 401(k) or IRA plans, provide the name of each of the underlying assets. Don't just write "Vanguard IRA" or "mutual fund." You must specify each asset separately and give the valuation but, for these assets in tax deferred instruments, you do not need to provide the amount of income accrued.
- Do not report your federal salary, your spouse's federal salary, or Thrift Savings Plan information
- If you (not your spouse) have any earned income (e.g., outside job, paid pension), you have to report the actual amount of that income.
- If your spouse works outside of federal service, then include your spouse's employer but not the amount of your spouse's salary. If you are not legally married, do not report your significant other's employer.
- Don't forget to include any life insurance policies (whole life or variable life) as well as the underlying investments. Do not report term life insurance.
- If you have nothing to report in a section, be sure to click the "nothing to report" button
- The various parts of the form have different reporting periods, so please consult the attached "reporting periods" chart. Remember to check out the Office of Government Ethics' [Public Financial Disclosure Guide](#) or to contact OGC/Ethics for help.

If you have any questions regarding this message or your obligations, then please contact me or anyone in the OGC Ethics Office at ethics@epa.gov. Good luck with the form and remember, we can answer any questions you may have.

Cheers,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Washington, D.C. 20460

OFFICE OF
GENERAL COUNSEL

MEMORANDUM

SUBJECT: Timely Filing of Public Financial Disclosure and Periodic Transaction Reports

FROM: David Cozad *David Cozad* 8/29/19
Acting Designated Agency Ethics Official

TO: All EPA Public Financial Disclosure Report Filers

In 1978, Congress enacted the Ethics In Government Act, 5 U.S.C. app., to establish the Executive Branch financial disclosure reporting system that requires mandatory public disclosure of financial and employment information of certain officials and their immediate families. Because you occupy a designated position (either permanently or for more than 60 days on detail), you are required by this statute to file the public financial disclosure report. As executive branch employees, we are all bound by federal ethics laws and regulations, including prohibitions against financial conflicts of interest and loss of impartiality. Your disclosures allow the Office of General Counsel's Ethics Office (OGC/Ethics) to assist you in identifying and addressing potential or actual conflicts of interest in order to maintain the integrity of the Agency's programs and operations.

This memorandum formally reminds you that you are required by law to timely and accurately file your Public Financial Disclosure Reports (OGE 278e)¹ and Periodic Transaction Reports (OGE 278-Ts).² Failure to file timely will result in a **\$200 late filing fee** unless you formally request and receive a waiver of the late fee from the Designated Agency Ethics Official (DAEO) or Alternate Designated Agency Ethics Official (ADAEO).³ Unpaid late fees are subject to the Agency's⁴ and the government's debt collection procedures.

In addition to filing timely, you must also file a complete and accurate report. Should OGC/Ethics contact you for any additional required information, you will have no more than **30 days** to update your report. For guidance on how to file an accurate report, please refer to the Public Financial Disclosure Guide or contact OGC/Ethics at ethics@epa.gov.

¹ See 5 U.S.C. app. § 101; 5 C.F.R. § 2634.201.

² Pub. L. 112-105 § 11 (STOCK Act).

³ See 5 U.S.C. app. § 104(d)(1); 5 C.F.R. § 2634.704(a).

⁴ See Resource Management Directive System 2540-03-P2 dated 07/12/2016.

Please refer to this chart for your filing obligations:

OGE 278e - New Entrant reports	Within 30 days of entering a covered position (either by appointment to a permanent or acting in covered position)
OGE 278e – Incumbent reports	No later than May 15
OGE 278e – Termination reports	No later than 30 days after leaving a covered position (either through reassignment, resignation, or the end of acting in a covered position) (Reports may be submitted within 15 days prior to termination)
OGE 278T – Periodic transaction reports ⁵	The earlier of 30 days after learning of a transaction or 45 days of the transaction taking place.

How to request an extension of the filing deadline:

For good cause (e.g., travel, workload issues, sickness), you may request up to two 45-day extensions. Submit the request by email, including the reason, to ethics@epa.gov **prior to the due date**. Extensions cannot be granted after the due date has passed.

How to request the waiver of a late filing fee:

If *extraordinary circumstances* prevented you from meeting the deadline and OGC/Ethics assessed a late fee, you may request a waiver of the late fee. See 5 C.F.R. § 2634.704. Submit your request in writing to ethics@epa.gov, to the attention of the DAEO and ADAEO, describing the extraordinary circumstances and provide any supporting documentation. Please note that vacations or routine work obligations are not “extraordinary” circumstances. The decision to grant or deny a waiver is at the sole discretion of the DAEO/ADAEO and is final.

You are required by law to comply with these financial reporting obligations. Your colleagues in OGC/Ethics are available to provide assistance, but it is always your obligation to file your reports timely and accurately. In fact, ethics regulations *require* that we refer individuals to the Department of Justice (DOJ) when there is reasonable cause to believe that they have willfully failed to file a required report or provide the information that the report requires. The current maximum civil penalty is \$56,216.⁶

As public servants, we know that you take your ethics obligations seriously. As such, we expect you to make a good faith effort to adhere to the timeliness and completeness requirements of your financial disclosure reporting obligations. If you have any questions, please contact ethics@epa.gov.

ATTACHMENT - *When to Report Transactions on the OGE 278 and OGE 278T*

cc: Justina Fugh, Alternate Designated Agency Ethics Official

⁵ See attached guidance – *When to Report Transactions on the OGE 278 and OGE 278T*.

⁶ In 2012, OGC/Ethics referred an individual to DOJ for failure to file a termination report despite repeated reminders and entreaties. That individual paid a civil penalty of \$15,000 and still had to file the termination report.

The reporting periods for the OGE Form 278e vary depending on the type of report being filed.

Part	Report Information for the Following Period...			
	Nominee, New Entrant, and Candidate	Annual	Termination	Annual / Termination
1. Filer's Positions Held Outside United States Government	Preceding Two Calendar Years to Filing Date	Preceding Calendar Year to Filing Date	Current Calendar Year to Term Date (in addition, the preceding calendar year if an Annual report for that year is required but has not yet been filed)	Preceding Calendar Year to Term Date
2. Filer's Employment Assets & Income and Retirement Accounts	Preceding Calendar Year to Filing Date ¹	Preceding Calendar Year	Same as Part 1	Same as Part 1
3. Filer's Employment Agreements and Arrangements	As of Filing Date	Preceding Calendar Year to Filing Date	Same as Part 1	Same as Part 1
4. Filer's Sources of Compensation Exceeding \$5,000 in a Year	Preceding Two Calendar Years to Filing Date (n/a for Candidates)	N/A – Leave this Part blank	N/A – Leave this Part blank	N/A – Leave this Part blank
5. Spouse's Employment Assets & Income and Retirement Accounts	Preceding Calendar Year to Filing Date ¹	Preceding Calendar Year	Same as Part 1	Same as Part 1
6. Other Assets and Income	Preceding Calendar Year to Filing Date ¹	Preceding Calendar Year	Same as Part 1	Same as Part 1
7. Transactions	N/A – Leave this Part blank	Preceding Calendar Year ²	Same as Part 1 ²	Same as Part 1 ²
8. Liabilities	Preceding Calendar Year to Filing Date ¹	Preceding Calendar Year	Same as Part 1	Same as Part 1
9. Gifts and Travel Reimbursements	N/A – Leave this Part blank	Preceding Calendar Year ³	Same as Part 1 ³	Same as Part 1 ³

1. For example, if today is March 3, 2019, the reporting period would run from January 1, 2018, to March 3, 2019. When valuing assets and liabilities, the filer may choose any date that is fewer than 31 days before the filing date.

2. Filers do not need to include any period when they were not a public financial disclosure filer or an employee of the United States Government.

3. Filers do not need to include any period when they were not an employee of the United States Government.

Extensions Do Not Change the Reporting Period

The reporting period is tied to a report's original due date and is unaffected by any extensions. For example, a New Entrant report was originally due December 14, 2019. The filer received a 30-day extension and filed January 8, 2020. The Part 2 reporting period would start on January 1, 2018, and end on December 14, 2019.

When to Report Transactions

FILING DEADLINE : 30 days from notification or 45 days from transaction *whichever is earlier*

A \$200 late filing fee penalty is assessed for each late periodic reporting period¹

	Periodic Transaction Report	Annual and/or Termination Report
Investment Assets	Report on the OGE 278-T?	Report on Part 7 of the OGE 278e?
Transactions of \$1,000 or less		
• Any asset in which the transaction amount is \$1,000 or less regardless of the type of asset or who owns the asset	No	No
Investment assets held by you, your spouse, or jointly held		
• Stocks or stock options	Yes	Yes
• Corporate or municipal bonds (exclude U.S. Treasury securities)	Yes	Yes
• Commodity futures	Yes	Yes
• Other investment securities	Yes	Yes
• Assets listed above in your individual, joint, or spousal brokerage accounts managed accounts, IRAs, other retirement accounts, and/or other investment vehicles	Yes	Yes
Your dependent child's investment assets		
• Stocks	Yes	Yes
• Corporate or municipal bonds (exclude U.S. Treasury securities)	Yes	Yes
• commodity futures	Yes	Yes
• other investment securities	Yes	Yes
• Assets listed above in dependent child's <u>own</u> or UGMA brokerage account, IRAs, and/or other investment vehicles	Yes	Yes
Other investment assets irrespective of ownership		
• Real Property	No	Yes ²
• Mutual funds, exchange traded funds, 529 plans, index funds, and/or other "excepted investment funds" ³	No	Yes
• Any asset in which the transaction amount is \$1,000 or less	No	No
• Cash accounts (deposits and/or withdrawals) or certificates of deposit	No	No
• Money market accounts and mutual funds	No	No
• US Treasury securities (e.g., T bills, Treasury bonds, savings bonds)	No	No
• Federal government retirement accounts (e.g., Thrift Savings Plan)	No	No
• Life insurance and annuities	No	No
• Collectibles	No	No
• Assets held within an excepted trust ⁴	No	No
• Transfer of assets between you, your spouse, and your dependent children	No	No

Last updated November 2020

¹ This late fee is automatically imposed by law and is non-negotiable. You may request a waiver of any late filing fee from the Designated Agency Ethics Official or the Alternate DAEO if there are extraordinary circumstances. A fee waiver is at the sole discretion of the DAEO/ADAEO and is not subject to appeal. A filer who has unpaid late fees will be referred to the appropriate federal office or agency for debt collection procedures.

² Do not report the purchase or sale of your personal residence on Part 7 unless you rent it out at any time during the reporting period.

³ To be an excepted investment fund (EIF), the asset must be:

- (a) widely held (more than 100 participants),
- (b) independently managed – arranged so that you neither exercise control nor have the ability to exercise control over the financial interests held by the fund, and
- (c) publicly traded (or available) or widely diversified.

Managed accounts, investment clubs, trusts, 529 accounts, brokerage accounts, and individual retirement accounts (IRAs) are not excepted investment funds in and of themselves. It may be that individual assets held within these types of investment vehicles may qualify as EIFs if, for example, your IRA holds a publicly-traded mutual fund. But the fact that you have a managed account does not absolve you of your reporting requirements. That account is legally owned by you, and you're responsible for its assets and reporting transactions. If you have questions, contact ethics@epa.gov.

⁴ OGC/Ethics must determine that your trust qualifies as an “excepted trust.” For help, email ethics@epa.gov.

From: [Fugh, Justina](#)
To: [Harris, Sincere](#); [Utech, Dan](#); [Cassady, Alison](#); [Hoffer, Melissa](#); [Hamilton, Lindsay](#); [Chaudhary, Dimple](#); [Adhar, Radha](#); [Fox, Radhika](#); [Enobakhare, Rosemary](#); [Fine, Philip](#); [Katims, Casey](#); [Arroyo, Victoria](#); [Lucey, John](#); [Goffman, Joseph](#); [Carbonell, Tomas](#)
Cc: [OGC Ethics](#); [Payne, James \(Jim\)](#)
Subject: your ethics obligations ... briefing materials, references and the pledge
Date: Friday, January 22, 2021 2:04:00 PM
Attachments: [Biden Ethics Pledge for digital signature.pdf](#)
[Ethics Briefing Packet for Political Appointees.pdf](#)

Hi there,

Thank you all for attending your initial ethics briefing on Thursday, January 21, 2021. All of us in OGC/Ethics appreciate your attentiveness and interest. Attached is the briefing material we promised you that includes information about your transaction reporting obligations, the form to use for notification of negotiation for non-federal employment, a handy Hatch Act chart, and a one-pager on embedding ethics in your calendaring process. The packet also includes a pdf of the Biden Executive Order on "Ethic Commitments" for your reference. And I have attached separately the Biden Ethics Pledge for you to sign digitally and return to ethics@epa.gov.

So what about your financial disclosure report? Well, I'm not ready for you to work on that if you haven't yet started. I need to set up new accounts for you using your EPA email addresses, then will send you a new email with instructions. I know that some of you already started your reports that were assigned to your personal email address, which is fine. That information is saved and will be transferred over to your new accounts under your EPA email addresses. Try to find something to occupy your time over the next day or so (ha!), and then you can spend a leisurely and frustrating time with the public financial disclosure report a bit later, once you get the email from me. Each of you will have a contact on the OGC/Ethics team to help you navigate your form and any ethics concerns you may have. Our contact information is included on the first page of your briefing material. We are all always just a call or an email away.

Happy Friday!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

Ethics Briefing

1. The Ethics Program at the Environmental Protection Agency

You have ethics officials in the Office of General Counsel who can assist you:

Jim Payne Designated Agency Ethics Official (202) 564-0212 payne.james@epa.gov	
Justina Fugh Alternate Agency Ethics Official and Director of Ethics Office (202) 564-1786 fugh.justina@epa.gov	
Shannon Griffo Ethics Attorney (202) 564-7061 griffo.shannon@epa.gov	Margaret Ross Ethics Officer (202) 564-3221 ross.margaret@epa.gov
Jennie Keith Ethics Officer (202) 564-3412 keith.jennie@epa.gov	Victoria Clarke Ethics Attorney 202-564-1149 clarke.victoria@epa.gov
Ferne Mosley Ethics Attorney (202) 564-8046 mosley.ferne@epa.gov	OGC/Ethics All Staff and Helpline (202) 564-2200 ethics@epa.gov

You can also visit the [OGC/Ethics SharePoint site](#) for more information.

2. The General Principles of Ethical Conduct

As public servants, we have a duty to ensure that every citizen has complete confidence in the integrity of the United States and that we are not putting personal or private interests ahead of the public trust. There are 14 principles that form your [basic obligation of public service](#) that we'll address in this briefing material.

3. The President's Executive Order (for political appointees only)

On January 20, 2021, President Biden issued an Executive Order that includes an ethics pledge you must sign as a condition of your appointment. You are agreeing to a broader "ethics in government" plan to restore and maintain public trust in government, so please review the preamble carefully. The significant points of the pledge itself are described below:

If you were a federally registered lobbyist or registered foreign agent in the past 2 years:

- For the next 2 years, do not participate in any particular matter on which you lobbied or were registrable for under the Foreign Agents Registration Act within the previous 2 years and do not participate in the specific issue area in which that particular matter falls.
- Do not seek or accept employment with any government agency that you lobbied or engaged in registrable activity under FARA within the past 2 years.

While you are a federally employee:

- Do not accept any gifts from a registered lobbyist, including attendance at a widely attended gathering. There are a few exceptions (e.g., preexisting personal relationship, discount or benefit available to all government employees) but check with an ethics official for guidance.
- For 2 years from the date of your appointment, do not participate in any particular matter involving specific parties that is directly and substantially related to your former employer or former clients, including regulations and contracts.
 - Note: The definition of *former employer* excludes the federal government, state or local governments, D.C., Native American tribes, U.S. territories or possessions, or any international organization in which the U.S. is a member state. But under the federal impartiality rules, you will still have a one-year cooling off period with those entities (except if your former employer was already the US government).
- Any hiring or other employment decisions that you make will be based on the candidate's qualifications, competence and experience.
- Do not accept any salary or cash payment or any other non-cash benefit from a former employer for entering into government service.

When you leave federal service, you are agreeing to the following:

- If you are a "senior employee" subject to the one-year cooling off period under 18 U.S.C. § 207(c), your cooling off period will be extended by another year, for a total of two years.
- If you are a "senior employee" subject to either 18 U.S.C. § 207(c) or (d), for one year following your departure from federal service, you will not work behind the scenes to materially assist others in making communications or appearances to the United States Government that you would otherwise be unable to make under the post-employment restrictions.
- You will not lobby any covered executive branch official or non-career SES appointee for the remainder of this Administration or for 2 years following the end of your appointment, whichever is later.
- You will not engage in any activity on behalf of a foreign government or foreign political party

that would require you to register under the Foreign Agents Registration Act for the remainder of this Administrator or 2 years following the end of your appointment, whichever is later.

A copy of the Executive Order and the Biden Ethics Pledge that you must sign are included in this packet of materials.

4. Financial Disclosure Reporting

In your position, you are required to complete a public financial disclosure report as you begin the federal service and every year thereafter. You will file this report in INTEGRITY, an electronic system managed by the Office of Government Ethics. When you leave EPA, you will be required to submit a termination financial disclosure report. In addition, you are required to have one hour of ethics training as a new entrant (PAS appointees have an additional requirement for a specialized one-on-one ethics briefing), and also required to have one hour of ethics training each year. The Ethics Office in the Office of General Counsel (OGC/Ethics) provides your training either in person or virtually.

You must report any transaction of securities (stocks or bonds) over \$1000 on a periodic basis in INTEGRITY using the 278T. These periodic transactions must be reported the earlier of 30 days after learning of the transaction or 45 days after the transaction takes place. Failure to file timely results in late fees that are assessed as a matter of law.

In addition, you are required to notify OGC/Ethics within three days of beginning to negotiate for employment with any non-federal entity. To do so, use our Notification of Negotiation form.

Included in this packet of materials are reminders about the types of transactions that are to be reported periodically and not being tardy in filing any reports with OGC/Ethics.

5. Attorney Client Privilege & FOIA

By regulation, disclosure by an employee to an ethics official is not protected by the attorney-client privilege. 5 C.F.R. § 2635.107(b). This means that if our records (or yours) are requested under the Freedom of Information Act (FOIA), then we will not be able to redact our advice to you using the attorney-client privilege. However, we can -- and do -- assert personal privacy and deliberative process privileges where applicable. For example, the deliberative process privilege may apply to pre-decisional ethics advice documents, but please note that our final advice to you is generally releasable.

This should **not** stop you from seeking the advice of your ethics officials! Not only does it show you are being a steward of the public trust, but good faith reliance on advice received from your ethics officials after disclosing all relevant facts can shield you from disciplinary action and is a factor that the Department of Justice considers when deciding which cases they wish to prosecute.

6. Conflicts of Interest

Do not participate as an agency official in any matter if there is an actual conflict of interest or even the appearance of a conflict of interest. It's a crime to participate *personally and substantially* in *any particular matter* in which, to your knowledge, you or a person whose interests are imputed to you has a financial interest if the particular matter will have a *direct and predictable effect* on that interest.

Example: you own a lot of stock in XYZ Corporation, which is a chemical manufacturer. If your office is considering taking an enforcement action against XYZ Corporation, you must disqualify yourself from participating in the decision. Even if your mother gave your 10-year old twins the stock, you can't participate in the matter because their interest is imputed to you.

Remember, the interests of your spouse, dependent children, general business partner, and any organization in which you serve as officer, director, trustee or employee are imputed to you. This means that, under the criminal statute, it's the same thing as if you held those assets. So, you can't participate in any particular matter that may have a financial impact on the interests that are imputed to you.

7. Appearance of a Loss of Impartiality

Even if an action is not strictly prohibited, it is prudent to be careful of any action that a reasonable person with knowledge of the relevant facts may perceive as a violation of the ethics rules, or (if applicable) your ethics pledge and the Executive Order. You must avoid even the appearance of a loss of impartiality when performing official duties.

When we consider impartiality, we expand the ambit of relationships beyond the conflicts realm of "imputed interests." We consider all of your "covered relationships," which includes a lot more people: anybody with whom you have a business, contractual or financial relationship that is more than just a routine consumer transaction; any member of your household or a relative with whom you are close; the employer/partner or prospective employer/partner of your spouse, parent or dependent child; any person or organization for which you have served in the last year as an officer, agent, employee, etc.; and any organization in which you are an active participant.

You should refrain from engaging in official acts that may be perceived as an "appearance problem" by a reasonable person (and the reasonable person is not you, but rather your ethics officials).

Ethics officials can provide advice and determine whether a proposed course of action is appropriate by issuing an impartiality determination, but we cannot provide cover if you have already done the deed.

8. No representation back to the federal government

As a federal employee, you are prohibited from representing the interest of any other entity back to the federal government, whether you are paid for those services or not. For the purposes of these criminal statutes, 18 U.S.C. §§ 203 and 205, it does not matter that you are representing the interests of another in your private capacity. You cannot serve as agent or attorney for another entity back to the United States on a particular matter in which the US is a party or has a direct and substantial interest.

9. Acceptance of Gifts

Be careful of any gift from people outside the Agency, particularly those that are worth more than \$20. Gifts are anything of value and include allowing others to pick up the lunch tab, free tickets, invitations to receptions, and lovely fruit baskets. There are only a few exceptions, so consult your ethics officials before accepting any gift. Remember, political appointees can't take gifts from federally registered lobbyists.

EPA does not have broad Agency gift authority, so prohibited gifts must be paid for or returned. You should also not generally accept gifts exceeding \$10 from EPA employees, nor give gifts exceeding \$10 to your superiors. There are some exceptions, so check with an ethics official. By the way, you may give gifts to any EPA person who makes less money than you provided that person is not your supervisor.

10. Attendance at Widely-Attended Gatherings (ethics check required)

Your ethics official must make a written determination in advance as to whether your participation and attendance at certain events meet the criteria for a "widely attended gathering" exception of the gift rule. You can't make that determination yourself (nor can the sponsor of the event). For a WAG determination, your ethics official will consider the type of event, who is attending, and whether your attendance will further an Agency interest. This analysis must be done in writing and in advance of your attending the event. Any WAG that is approved is considered a gift to you, so you will be responsible for reporting the value of the gift on your financial disclosure report if it exceeds the reporting threshold. For political appointees, though, please bear in mind that this exception does not apply to federally registered lobbyists. Political appointees cannot accept free attendance at a widely attended gathering that is sponsored by or hosted by a federally registered lobbyist.

IMPORTANT NOTE about Embedding Ethics into Your Calendaring Process

Many ethics issues typically arise through the calendaring process of an EPA principal. Since you are responsible for your ethics obligations, we know you might need a little help. To assist you in navigating calendar and invitation issues, the EPA Ethics Office offers specialized assistance to you and your front office staff to advise on invitations, gifts associated with those invitations, etc. Embedding ethics is a proactive counseling practice that brings together the Principals, their staff, and local Deputy Ethics Officials to establish a process for incorporating ethics vetting into your or the Principal's calendar. Contact Jennie Keith to get started!

11. Travel Issues

Approval of gifts of travel, lodging and meals from non-Federal sources for meetings and similar events must be obtained from OGC/Ethics prior to the event. You can't accept such offerings on your own! We have an electronic form that we use to process such requests, and we must report the approvals to the Office of Government Ethics twice a year. See <http://intranet.epa.gov/ogc/ethics/travel.htm> . Prior to the pandemic, OGC/Ethics accepted over \$1 million each year in discretionary travel paid by non-federal sources.

12. Preferential Treatment of Non-Federal Entities (Endorsement)

Be careful about showing preferential treatment to any entity. We cannot endorse the products, services or enterprises of another, so you need to be careful about extolling the virtues of a regulated entity, a particular contractor or applicant, etc. Seek ethics advice before collaborating with non-federal entities on initiatives and events because not all of EPA's statutes allow us to cooperate with non-feds.

13. Political Activities

You are now bound by the Hatch Act, which governs the political activity of federal employees, even in your personal capacity. Career SES employees are bound by even more restrictions, while Presidentially Appointed and Senate Confirmed (PAS) employees enjoy more liberties. Do not rely on what you think other people can do; find out for yourself by asking your ethics officials.

Some limitations under the Hatch Act are 24/7, meaning that you have restrictions even on your time. For example, you are never permitted to solicit, accept or receive political contributions, not even in your personal time. You can never use your EPA title or position to fundraise in connection with any political activity. Because the Hatch Act rules vary depending on your type of appointment, please see the attached chart and consult your ethics officials.

14. Lobbying Issues

EPA employees cannot use appropriated funds to engage in indirect or grassroots lobbying regarding any legislative proposal. Indirect or grassroots lobbying generally means urging members of special interest groups or the general public to contact legislators to support or oppose a legislative proposal. EPA employees cannot make explicit statements to the public to contact members of Congress in support of or in opposition to a legislative proposal. Other prohibited grassroots lobbying includes an employee's explicit request, while on official time, to an outside group asking it to contact Congress to support or oppose EPA's appropriations bill.

In addition, EPA is prohibited from using appropriated funds for activities that would "tend to promote" the public to contact Congress in support of or in opposition to a legislative proposal, even if an EPA employee does not expressly state that the public should contact Congress. This activity is considered "indirect lobbying" and is prohibited. You may, after coordinating with OCIR and Public Affairs, directly contact or lobby members of Congress and their staffs regarding the Administration's legislative proposals. Again, after getting approval from OCIR, you may also educate and inform the public of the Administration's position on legislative proposals by delivering speeches and making public remarks explaining the Administration's position on a legislative proposal.

15. Use of Government Personnel and Resources

EPA policy permits employees to “limited use” of government equipment, including the telephone, copying machines, fax machines, etc. Employees cannot, however, engage in outside activity or employment on government time. GSA regulations also prohibit any fundraising on federal property (except for the Combined Federal Campaign), so employees cannot raise money for their favorite charity (i.e., sell cookies, candy or wrapping paper for a “good cause”). They also cannot use the internet connection for gambling or to access pornography. See EPA’s [Limited Personal Use of Government Equipment Policy](#). Avoid using your EPA email address for personal matters, and do not use your personal email address for EPA matters.

16. Outside Activities

We were advised by the Biden Presidential Transition Team that non-PAS political appointees may have outside positions that are consistent with federal ethics regulations, including the Agency’s ethics regulations. Non-Career SES and Schedule C appointees must seek prior approval from EPA Ethics for certain outside activity consistent with EPA’s Supplemental Ethics Regulations at [5 C.F.R. § 6401.103](#). Examples of activity that require prior approval are practicing a profession or teaching, speaking or writing on subjects related to EPA programs, policies or operations. While there is a *de minimis* use of government equipment, that never applies to any compensated outside activity.

Most EPA employees may not receive any compensation for teaching, speaking or writing (including consulting) that relates in significant part to your assigned EPA duties, duties to which you’ve been assigned in the previous year, or to any ongoing Agency program, policy or operation. But if you are a non-career SES employee, then your restriction is even broader: you may not receive compensation at all for any teaching, speaking or writing that relates to your official duties or even to EPA’s general subject matter area, industry, or economic sector primarily affected by EPA’s programs and operations. [5 C.F.R. § 2635.807\(a\)\(2\)\(i\)\(E\)\(3\)](#).

Non-Career SESers must also abide by these additional restrictions:

- You are subject to the outside earned income cap that is set each January. As of January 2021, that amount is \$29,595. See [5 C.F.R. § 2635.804\(b\)](#) and [5 C.F.R. § 2636.304](#). This amount changes each year;
- You cannot receive compensation for practicing a profession that involves a fiduciary relationship; affiliating with or being employed by a firm or other entity that provides professional services involving a fiduciary relationship; or teaching without prior approval. See note to [5 C.F.R. § 2635.804\(b\)](#) and [5 C.F.R. § 2636.305](#);
- You may be permitted to serve as an officer or member of the board of any association, corporation or other entity, but cannot be compensated for such service. [See 5 C.F.R. § 2636.306](#); and
- You may not receive compensation for any other teaching unless specifically authorized in advance by OGC/Ethics (specifically, the Designated or Alternate Designated Agency Ethics Official listed on the first page of this briefing material). [See 5 C.F.R. § 2636.307](#).

17. Ethics Obligations of Supervisors

If you are a supervisor, you must model ethical behavior for your staff. Set forth below are your additional ethics responsibilities, found at [5 C.F.R. § 2638.103](#):

Every supervisor in the executive branch has a heightened personal responsibility for advancing government ethics. It is imperative that supervisors serve as models of ethical behavior for subordinates. Supervisors have a responsibility to help ensure that subordinates are aware of their ethical obligations under the [Standards of Conduct](#) and that subordinates know how to contact [agency ethics officials](#). Supervisors are also responsible for working with agency ethics officials to help resolve conflicts of interest and enforce government ethics laws and regulations, including those requiring certain employees to file financial disclosure reports. In addition, supervisors are responsible, when requested, for assisting agency ethics officials in evaluating potential conflicts of interest and identifying positions subject to financial disclosure requirements.

Your staff may ask you ethics questions, but unless you are an ethics official, you are not authorized to answer those ethics questions. If you receive an ethics question, then contact your own local Deputy Ethics Official or notify OGC/Ethics at ethics@epa.gov.

18. Seeking Employment

It's always odd to talk about seeking employment when we are welcoming you to EPA, but be mindful of the fact that there are restrictions that will apply. You won't be able to participate in a particular matter involving a party with which you are seeking employment, and that obligation starts as soon as you directly or indirectly contact a prospective employer, or as soon as you get a response expressing interest in you. You will need to disqualify yourself from particular matters that may affect the prospective employer.

19. Negotiating for Employment

Should your pursuit of future employment advance to "negotiating" for employment with a particular entity, then you will have conflicts of interest. The financial interests of any person or entity with whom you are "negotiating" for employment are imputed to you for the purposes of the criminal conflict of interest statute, 18 U.S.C. § 208. You will need to recuse yourself from participating in any particular matter that will have a direct and predictable effect upon the interests of the prospective employer, either as a specific party or as a member of a class, which will include particular matters that apply generally to the prospective employer's industry or class.

Filers of the public financial disclosure report are further subject to the Ethics In Government Act, as amended by the STOCK Act, which requires you to notify OGC/Ethics within three days of commencing negotiations for future employment with a non-federal employer. Yes, we have a form for that notification.

20. Post-Government Employment - Representational Restrictions

Even after you leave federal service, there are federal post-employment restrictions. Your pledge restrictions are supplementary to these restrictions. Your ethics officials are still available to answer your post-employment questions, even after you leave EPA. You will need to have an exit discussion with OGC/Ethics before you leave EPA, but here are the highlights of what we'll discuss regarding the federal law. You will also be bound by the additional restrictions of the Biden Ethics Pledge adumbrated on pp. 2-3 of this briefing material.

Lifetime bar - on particular matters that you worked on

You will be prohibited by criminal statute from representing back to the federal government on any particular matter involving specific parties in which you participated personally and substantially while in federal service. "Representation back" means making an appearance or communication, on behalf of another, with the intent to influence an official action. And the matter must involve the United States or be one in which the US has an interest.

Example: You are asked by XYZ Corporation to contact EPA about seeking an exemption so that a particular permit you granted while in your position no longer applies to them. You cannot do that because you worked on that matter while at EPA. You are permanently barred from representing another back to the federal government on that same matter.

2-year bar - on EPA matters pending during your last year in federal service

You are prohibited (again, by criminal statute) from representing back to the federal government on any particular matter involving specific parties that was pending under your official responsibility during your last year of federal service. Even if you recuse yourself from a matter, you are still bound by the two-year bar. You are not permanently restricted, since you didn't work on the matter personally and substantially, but you are prohibited from representing another back to the federal government on that matter for two years.

Senior Employee "cooling off restriction" – on any matter

Depending on your rate of pay, you may be considered a "senior official" and will be restricted for one year from making any contact with EPA following your departure (under the federal ethics regulation). Political appointees have additional time restrictions under the Biden Ethics Pledge. This prohibition is not limited to particular matters. Rather, you cannot knowingly make any communication or appearance to EPA employees on behalf of another with the intent to influence in connection with any matter in which you seek official EPA action.

Effective January 3, 2021, the defining rate of pay for "senior officials" is [\\$172,395 per year](#) (excluding locality pay). If you make more than that (before locality pay), then you are a "senior employee" and will be bound by the cooling off period. By the way, SESers do not get locality pay so, most likely, any SESer will be a "senior employee" and subject to this restriction.

Welcome to EPA and thank you for keeping ethics in the forefront of all we do!



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Washington, D.C. 20460

January 22, 2021

OFFICE OF
GENERAL COUNSEL

MEMORANDUM

SUBJECT: Timely filing of Public Financial Disclosure and Periodic Transaction Reports

FROM: Justina Fugh **Justina Fugh** Digitally signed by Justina Fugh
Date: 2021.01.22 12:07:49
-05'00'
Alternate Designated Agency Ethics Official

TO: All EPA Political Appointees

In 1978, Congress enacted the Ethics In Government Act, 5 U.S.C. app. to establish the Executive Branch financial disclosure reporting system that requires mandatory public disclosure of financial and employment information of certain officials and their immediate families. Because you occupy a designated position, you are required by this law to file these reports in the electronic system, *INTEGRITY*. As an executive branch employee, you are bound by federal ethics laws and regulations, including prohibitions against financial conflicts of interest and loss of impartiality. Your disclosures allow the Office of General Counsel's Ethics Office (OGC/Ethics) to assist you in identifying and addressing potential or actual conflicts of interest in order to maintain the integrity of the Agency's programs and operations. These reports are publicly available upon request and the reports of certain Presidential Appointees confirmed by the Senate will be posted on the U.S. Office of Government Ethics' website at www.oge.gov.

This memorandum formally informs you that you are required by law to file timely and accurate Public Financial Disclosure Reports (OGE 278e)¹ and Periodic Transaction Reports (OGE 278-Ts).² **Filing a late report will result in a \$200 late filing fee** unless you formally request and receive a waiver of the late fee from me or the Designated Agency Ethics Official (DAEO), Jim Payne, after describing extraordinary circumstances that caused you to file a late report.³ **Unpaid late fees are subject to the Agency's⁴ and the government's debt collection procedures and will be referred for collection if left unpaid after 30 days.**

Please refer to this chart for your filing obligations:

¹ See 5 U.S.C. app. § 101; 5 C.F.R. § 2634.201.

² Pub. L. 112-105 § 11 (STOCK Act).

³ See 5 U.S.C. app. § 104(d)(1); 5 C.F.R. § 2634.704(a).

⁴ See Resource Management Directive System 2540-03-P2 dated 07/12/2016.

OGE 278e - New Entrant reports	Within 30 days of entering a covered position (either by appointment to a permanent or acting in covered position)
OGE 278e – Incumbent reports	No later than May 15
OGE 278e – Termination reports	No later than 30 days after leaving a covered position (either through reassignment, resignation, or the end of acting in a covered position) (Reports may be submitted within 15 days prior to termination)
OGE 278T – Periodic transaction reports ⁵	The <i>earlier of</i> 30 days after learning of a transaction or 45 days of the transaction taking place.

How to request an extension of the filing deadline:

For good cause (e.g., travel, workload issues, sickness), you may request up to two 45-day extensions. Submit the request by email, including the reason, to ethics@epa.gov **prior to the due date**. Extensions cannot be granted after the due date has passed.

How to request the waiver of a late filing fee:

If *extraordinary circumstances* prevented you from meeting the deadline and OGC/Ethics assessed a late fee, you may request a waiver of the late fee. See 5 C.F.R. § 2634.704. Submit your request in writing to ethics@epa.gov describing the extraordinary circumstances and provide any supporting documentation. Please note that vacations or routine work obligations are not “extraordinary” circumstances. The decision to grant or deny a waiver is at the sole discretion of the DAEO/ADAEO and is final.

Your colleagues in OGC/Ethics are available to provide assistance but it is always your obligation to file your reports timely and accurately. In fact, ethics regulations *require* that we refer individuals to the Department of Justice (DOJ) when there is reasonable cause to believe that they have willfully failed to file a required report or provide the information that the report requires. The current maximum civil penalty is \$56,216.⁶

As public servants, we hope that you will take your ethics obligations seriously. As such, we expect you to make a good faith effort to adhere to the timeliness and completeness requirements of your financial disclosure reporting obligations. If you have any questions, please contact ethics@epa.gov.

ATTACHMENT - *When to Report Transactions on the OGE 278 and OGE 278-T*

⁵ See attached guidance – *When to Report Transactions on the OGE 278 and OGE 278-T*.

⁶ In 2012, OGC/Ethics referred an individual to DOJ for failure to file a termination report despite repeated reminders and entreaties. That individual paid a civil penalty of \$15,000 and still had to file the termination report.

When to Report Transactions

DUE DATE: The earlier of the following: 30 Days from Notification or 45 Days from Transaction

	Periodic Transaction Report	Annual and/or Termination Report
Investment Assets	Report on the OGE 278-T?	Report on Part 7 of the OGE 278e?
Transactions of \$1,000 or less		
• Any asset in which the transaction amount is \$1,000 or less regardless of the type of asset or who owns the asset	No	No
Your investment assets (or jointly held)		
• Your stocks	Yes	Yes
• Your bonds (except U.S. Treasury securities)	Yes	Yes
• Your commodity futures	Yes	Yes
• Your other investment securities	Yes	Yes
• Assets listed above in your (joint) brokerage accounts, (joint) managed accounts, IRAs, other retirement accounts, and/or other (joint) investment vehicles	Yes	Yes
Your spouse's investment assets		
• Spouse's stocks	Yes	Yes
• Spouse's bonds (except U.S. Treasury securities)	Yes	Yes
• Spouse's commodity futures	Yes	Yes
• Spouse's other investment securities	Yes	Yes
• Assets listed above in spouse's <u>own</u> brokerage account, managed accounts, IRAs, other retirement accounts, and/or other investment vehicles	Yes	Yes
Your dependent child's investment assets		
• Dependent child's stocks	Yes	Yes
• Dependent child's bonds (except U.S. Treasury securities)	Yes	Yes
• Dependent child's commodity futures	Yes	Yes
• Dependent child's other investment securities	Yes	Yes
• Assets listed above in dependent child's <u>own</u> brokerage account, IRAs, and/or other investment vehicles	Yes	Yes
Other investment assets irrespective of ownership		
• Real Property	No	Yes ¹
• Mutual funds, exchange traded funds, index funds and/or other "excepted investment funds" ²	No	Yes
• Any asset in which the transaction amount is \$1,000 or less	No	No
• Cash accounts (deposits and/or withdrawals)	No	No
• Money market accounts	No	No
• Money market funds	No	No
• Certificates of deposits	No	No
• US Treasury Securities (e.g., T bills, Treasury bonds, U.S. savings bonds)	No	No
• Federal Government Retirement Accounts (e.g., Thrift Savings Plan)	No	No
• Life insurance and annuities	No	No
• Collectibles	No	No
• Assets held within an excepted trust ³	No	No
• Transfer of assets between you, your spouse, and your dependent children	No	No

¹ Do not report the purchase or sale of your personal residence on Part 7 unless you rent it out at any time during the reporting period.

² To be an excepted investment fund (EIF), the asset must be:

- (a) widely held (more than 100 participants),
- (b) independently managed – arranged so that you neither exercise control nor have the ability to exercise control over the financial interests held by the fund, and
- (c) publicly traded (or available) or widely diversified.

Managed accounts, investment clubs, trusts, 529 accounts, brokerage accounts, and individual retirement accounts (IRAs) are not excepted investment funds in and of themselves. It may be that individual assets held within these types of investment vehicles may qualify as EIFs if, for example, your IRA holds a publicly-traded mutual fund. But the fact that you have a managed account does not absolve you of your reporting requirements. That account is legally owned by you, and you're responsible for its assets and reporting transactions. If you have questions, contact ethics@epa.gov.

³ OGC/Ethics must determine that your trust qualifies as an “excepted trust.” For help, email ethics@epa.gov.

REQUIREMENT: Notify OGC/Ethics within 3 business days of commencing the negotiation or agreement for post-government employment or compensation

NOTIFICATION OF NEGOTIATION OR AGREEMENT

Your full name

Your telephone number*

Date negotiation or agreement began

Your Title / Office / AAship or Region

Your email address*

Name of non-federal entity that you are negotiating with or have an agreement for employment or compensation

** Provide information for OGC/Ethics to use to contact you as part of our official duty. For this purpose, you may provide a personal email address or cell number.*

RECUSAL STATEMENT

To assist in identifying your recusal obligations, check the appropriate boxes below:

- | | Yes | No | |
|----|--------------------------|--------------------------|---|
| 1. | <input type="checkbox"/> | <input type="checkbox"/> | EPA's programs, policies, or operations affect the non-federal entity with which I am seeking employment. |
| 2. | <input type="checkbox"/> | <input type="checkbox"/> | My office in EPA does work that affects the non-federal entity with which I am seeking employment. |
| 3. | <input type="checkbox"/> | <input type="checkbox"/> | The work I participate in affects or will affect the non-federal entity with which I am seeking employment. |

Need help answering these statements?
See page 2.

For as long as I am negotiating for, or have an agreement of, employment or compensation with the entity listed above, I will not participate personally and substantially in any particular matter that has a direct and predictable effect on the financial interests of this entity, unless I first obtain from OGC/Ethics a written authorization or waiver consistent with 5 C.F.R. § 2635.605 or 18 U.S.C. § 208(b)(1). I understand that it is my responsibility to consult with OGC/Ethics if I have questions regarding my recusal obligations.

Sign and submit to ethics@epa.gov:

Your signature

OGC/Ethics Use Only:

Statement 1: EPA’s programs, policies, or operations affect the non-federal entity with which I am seeking employment.

If your answer is “yes” to any of the following questions, then you must answer “yes” to statement 1.

- Is the non-federal entity seeking official action from EPA (even if not your own office)?
- Does the non-federal entity do business or seek to do business with the EPA (even if not your own office)?
- Does the non-federal entity conduct activities that EPA regulates (even if not in your own office)?
- Does the non-federal entity have interests that may be substantially affected by the performance or non-performance of your official duties?
- Is the non-federal entity a membership organization in which the majority of the members are described in the preceding questions?

Statement 2: My office in EPA does work that affects the non-federal entity with which I am seeking employment.

To answer this question, think about the nexus between the work of your office and the non-federal entity. The closer the nexus, the more likely you will have to check “yes” to statement 2.

- Consider the particular matters your office works on and whether there is any connection to the work of this entity. Does your office work on permits, investigations, litigation, grants, licenses, contracts, applications, enforcement cases, or other similar types of matters where there is an identified non-federal entity (i.e., particular matters involving specific parties)?
- Also consider whether your office is involved in scientific programs, media programs, or other types of policies, procedures, guidance documents, regulations, etc., that would affect this particular industry or sector (i.e., particular matters of general applicability).

Statement 3: The work I participate in affects or will affect the non-federal entity with which I am seeking employment.

Think about the nexus between your work and the non-federal entity as well as its respective class, industry or sector. The closer the nexus between your work and the sector the non-federal entity belongs to, the more likely you will check have to check “yes” to statement 3.

- Will the work you do affect the sector? Don’t concentrate on whether your personal contributions will be determinative but rather, overall, how the outcome of the work itself will affect the sector and the non-federal entity with which you are negotiating.
- Do you advise on or consult with your colleagues’ projects and work? Does their work affect this sector or the non-federal entity?
- Do you actively supervise or assign work to subordinates? Do those assignments affect the sector or the non-federal entity?

Need help answering these statements? Contact ethics@epa.gov to discuss.

Political Activities and Federal Employees

The Hatch Act, enacted in 1939, was amended in 1993 and 2012. It regulates the political activities of executive branch employees, excluding the President and Vice President. The following table summarizes what political activities EPA employees can and cannot do based on their appointment. Note: Public Health Service officers must adhere to 45 CFR Part 73, Subpart F, which is most similar to the Career SES/ALJ column.

Political activity means an activity “directed toward the success or failure of a political party, a candidate for partisan political office, or a partisan political group.”

Type of Activity	PAS*	Non-Career SES, Schedule C*, Title 42, SL/ST, AD*, GS, Other	Career SES, ALJs
Personal (off premises and off duty)			
Express support for or opposition to a political candidate when off duty	Yes	Yes	Yes
Run as a partisan candidate for nomination or office in a partisan election	No	No	No
Solicit and accept contributions for your campaign in a non-partisan election	Yes	Yes	Yes
Solicit a contribution from a member of your union	N/A	Yes	N/A
Work a phone bank asking individuals to volunteer	Yes	Yes	No
Campaign on behalf of a candidate in a partisan election	Yes	Yes	No
Be active on behalf of a candidate at political rallies or meetings	Yes	Yes	No
Attend political rallies and meetings	Yes	Yes	Yes
Contribute money to political organizations	Yes	Yes	Yes
Work in non-partisan voter registration drives	Yes	Yes	Yes
Work in partisan voter registration drives	Yes	Yes	No
Register and vote	Yes	Yes	Yes
Sign a nominating petition	Yes	Yes	Yes
Distribute campaign material in a partisan election	Yes	Yes	No
Work as an election judge, poll watcher, clerical worker on election day and receive compensation for that work	Yes	Yes	Yes but nonpartisan only
Drive people to polling station on behalf of a campaign	Yes	Yes	No
Affecting Official Resources			
Use office time for political activity	Yes; IG-No	No	No
Use official space for political activity in general	Yes; IG-No	No	No
Fundraising			
Attend a political fundraiser	Yes	Yes	Yes
Solicit, accept or receive political contributions in general	No	No	No
Solicit or receive a political contribution on government premises	No	No	No
Plan or organize a political fundraiser when off duty	Yes	Yes	No
Sponsor, host, or allow your name as sponsor/host for a political fundraiser	No	No	No
Serve drinks or check coats at a political fundraiser	Yes	Yes	No
Speak at a partisan fundraiser without appealing for money	Yes	Yes	No
Allow only your name to be listed as speaker on fundraising invitation	Yes	Yes	No

*PAS = Political Appointee Confirmed by the Senate; Schedule C = political appointees not confirmed by Senate; AD = Administratively Determined; SES = Senior Executive Service

EPA Ethics Program

Counseling Practice Area:

Vetting Invitations

Quick Summary:

One of the more visible ways ethics issues arise are those that come up during the calendaring of events and invitations for an EPA principal and their immediate staff. The ethics issues run the whole gambit:

Recusal Obligations ♦ Gifts ♦ Fundraising ♦ Political Activity ♦ Endorsements
President's Ethics Pledge ♦ Misuse of Position

Embedding ethics is a proactive counseling practice that brings together the Principals, their immediate staff, and Deputy Ethics Officials to establish a process for incorporating ethics vetting into the Principal's calendar. This helps and supports the EPA principal to meet their ethics obligations and maintain integrity of agency programs and operations.

Who:

Principals (Administrator, Deputy Administrator, Assistant Administrators, and Regional Administrators, certain Deputy Associate Administrators), their immediate staff, and Deputy Ethics Officials.

What:

Preventing conflicts of interest and other ethics issues by embedding ethics review into the calendaring process for principals.

When:

Upon the appointee's start of EPA service

Where:

Through coordination in the principal's front office and immediate staff

Why:

Principals and other political appointees encounter frequent ethics issues arising through acceptance of external events, travel, and meetings with external participants. With increased public scrutiny and ethics legal frameworks, this is a high risk area in the ethics program. It is the principal's responsibility to avoid ethics issues and to maintain public trust in government.

How:

To navigate these ethics issues, we establish a process, use standard event information gathering forms, and train periodically, so a principal's front office can obtain all relevant information for an event and ethics officials can advise appropriately and timely prior to acceptance.

Executive Order on Ethic Commitments by Executive Branch Personnel

JANUARY 20, 2021 • [PRESIDENTIAL ACTIONS](#)

By the authority vested in me as President by the Constitution and the laws of the United States of America, including section 301 of title 3, United States Code, and sections 3301 and 7301 of title 5, United States Code, it is hereby ordered as follows:

Section 1. Ethics Pledge. Every appointee in every executive agency appointed on or after January 20, 2021, shall sign, and upon signing shall be contractually committed to, the following pledge upon becoming an appointee:

“I recognize that this pledge is part of a broader ethics in government plan designed to restore and maintain public trust in government, and I commit myself to conduct consistent with that plan. I commit to decision-making on the merits and exclusively in the public interest, without regard to private gain or personal benefit. I commit to conduct that upholds the independence of law enforcement and precludes improper interference with investigative or prosecutorial decisions of the Department of Justice. I commit to ethical choices of post-Government employment that do not raise the appearance that I have used my Government service for private gain, including by using confidential information acquired and relationships established for the benefit of future clients.

“Accordingly, as a condition, and in consideration, of my employment in the United States Government in a position invested with the public trust, I commit myself to the following obligations, which I understand are binding on me and are enforceable under law:

“1. Lobbyist Gift Ban. I will not accept gifts from registered lobbyists or lobbying organizations for the duration of my service as an appointee.

“2. Revolving Door Ban — All Appointees Entering Government. I will not for a period of 2 years from the date of my appointment participate in any particular matter involving specific parties that is directly and substantially related to my former employer or former clients, including regulations and contracts.

“3. Revolving Door Ban — Lobbyists and Registered Agents Entering Government. If I was registered under the Lobbying Disclosure Act, 2 U.S.C. 1601 et seq., or the Foreign Agents Registration Act (FARA), 22 U.S.C. 611 et seq., within the 2 years before the date of my appointment, in addition to abiding by the limitations of paragraph 2, I will not for a period of 2 years after the date of my appointment:

(a) participate in any particular matter on which I lobbied, or engaged in registrable activity under FARA, within the 2 years before the date of my appointment;

(b) participate in the specific issue area in which that particular matter falls; or

(c) seek or accept employment with any executive agency with respect to which I lobbied, or engaged in registrable activity under FARA, within the 2 years before the date of my appointment.

“4. Revolving Door Ban — Appointees Leaving Government. If, upon my departure from the Government, I am covered by the post-employment restrictions on communicating with employees of my former executive agency set forth in section 207(c) of title 18, United States Code, and its implementing regulations, I agree that I will abide by those restrictions for a period of 2 years following the end of my appointment. I will abide by these same restrictions with respect to communicating with the senior White House staff.

“5. Revolving Door Ban — Senior and Very Senior Appointees Leaving Government. If, upon my departure from the Government, I am covered by the post-employment restrictions set forth in sections 207(c) or 207(d) of title 18, United States Code, and those sections’ implementing regulations, I agree that, in addition, for a period of 1 year following the end of my appointment, I will not materially assist others in making communications or appearances that I am prohibited from undertaking myself by (a) holding myself out as being available to engage in lobbying activities in support of any such communications or appearances; or (b) engaging in any such lobbying activities.

“6. Revolving Door Ban — Appointees Leaving Government to Lobby. In addition to abiding by the limitations of paragraph 4, I also agree, upon leaving Government service, not to lobby any covered executive branch official or non-career Senior Executive Service appointee, or engage in any activity on behalf of any foreign government or foreign political party which, were it undertaken on January 20, 2021, would require that I register under FARA, for the remainder of the Administration or 2 years following the end of my appointment, whichever is later.

“7. Golden Parachute Ban. I have not accepted and will not accept, including after entering Government, any salary or other cash payment from my former employer the eligibility for and payment of which is limited to individuals accepting a position in the United States Government. I also have not accepted and will not accept any non-cash benefit from my former employer that is provided in lieu of such a prohibited cash payment.

“8. Employment Qualification Commitment. I agree that any hiring or other employment decisions I make will be based on the candidate’s qualifications, competence, and experience.

“9. Assent to Enforcement. I acknowledge that the Executive Order entitled ‘Ethics Commitments by Executive Branch Personnel,’ issued by the President on January 20, 2021, which I have read before signing this document, defines certain of the terms applicable to the foregoing obligations and sets forth the methods for enforcing them. I expressly accept the provisions of that Executive Order as a part of this agreement and as binding on me. I understand that the terms of this pledge are in addition to any statutory or other legal restrictions applicable to me by virtue of Federal Government service.”

Sec. 2. Definitions. For purposes of this order and the pledge set forth in section 1 of this order:

(a) “Executive agency” shall include each “executive agency” as defined by section 105 of title 5, United States Code, and shall include the Executive Office of the President; provided, however, that “executive agency” shall include the United States Postal Service and Postal Regulatory Commission, but shall exclude the Government Accountability Office.

(b) “Appointee” shall include every full-time, non-career Presidential or Vice-Presidential appointee, non-career appointee in the Senior Executive Service (or other SES-type system), and appointee to a position that has been excepted from the competitive service by reason of being of a confidential or policymaking character (Schedule C and other positions excepted under comparable criteria) in an executive agency. It does not include any person appointed as a member of the Senior Foreign Service or solely as a uniformed service commissioned officer.

(c) “Gift”:

(i) shall have the definition set forth in section 2635.203(b) of title 5, Code of Federal Regulations;

(ii) shall include gifts that are solicited or accepted indirectly, as defined in section 2635.203(f) of title 5, Code of Federal Regulations; and

(iii) shall exclude those items excluded by sections 2635.204(b), (c), (e)(1) and (3), and (j) through (l) of title 5, Code of Federal Regulations.

(d) “Covered executive branch official” and “lobbyist” shall have the definitions set forth in section 1602 of title 2, United States Code.

(e) “Registered lobbyist or lobbying organization” shall mean a lobbyist or an organization filing a registration pursuant to section 1603(a) of title 2, United States Code, and in the case of an organization filing such a registration, “registered lobbyist” shall include each of the lobbyists identified therein.

(f) “Lobby” and “lobbied” shall mean to act or have acted as a registered lobbyist.

(g) “Lobbying activities” shall have the definition set forth in section 1602 of title 2, United States Code.

(h) “Materially assist” means to provide substantive assistance but does not include providing background or general education on a matter of law or policy based upon an individual’s subject matter expertise, nor any conduct or assistance permitted under section 207(j) of title 18, United States Code.

(i) “Particular matter” shall have the same meaning as set forth in section 207 of title 18, United States Code, and section 2635.402(b)(3) of title 5, Code of Federal Regulations.

(j) “Particular matter involving specific parties” shall have the same meaning as set forth in section 2641.201(h) of title 5, Code of Federal Regulations, except that it shall also include any meeting or other communication relating to the performance of one’s official duties with a former employer or former client, unless the communication applies to a particular matter of general applicability and participation in the meeting or other event is open to all interested parties.

(k) “Former employer” is any person for whom the appointee has within the 2 years prior to the date of his or her appointment served as an employee, officer, director, trustee, or general partner, except that “former employer” does not include any executive agency or other entity of the Federal Government, State or local government, the District of Columbia, Native American tribe, any United States territory or possession, or any international organization in which the United States is a member state.

(l) “Former client” is any person for whom the appointee served personally as agent, attorney, or consultant within the 2 years prior to the date of his or her appointment, but excluding instances where the service

provided was limited to speeches or similar appearances. It does not include clients of the appointee's former employer to whom the appointee did not personally provide services.

(m) "Directly and substantially related to my former employer or former clients" shall mean matters in which the appointee's former employer or a former client is a party or represents a party.

(n) "Participate" means to participate personally and substantially.

(o) "Government official" means any employee of the executive branch.

(p) "Administration" means all terms of office of the incumbent President serving at the time of the appointment of an appointee covered by this order.

(q) "Pledge" means the ethics pledge set forth in section 1 of this order.

(r) "Senior White House staff" means any person appointed by the President to a position under sections 105(a)(2)(A) or (B) of title 3, United States Code, or by the Vice President to a position under sections 106(a)(1)(A) or (B) of title 3.

(s) All references to provisions of law and regulations shall refer to such provisions as are in effect on January 20, 2021.

Sec. 3. Waiver. (a) The Director of the Office of Management and Budget (OMB), in consultation with the Counsel to the President, may grant to any current or former appointee a written waiver of any restrictions contained in the pledge signed by such appointee if, and to the extent that, the Director of OMB certifies in writing:

(i) that the literal application of the restriction is inconsistent with the purposes of the restriction; or

(ii) that it is in the public interest to grant the waiver. Any such written waiver should reflect the basis for the waiver and, in the case of a waiver of the restrictions set forth in paragraphs 3(b) and (c) of the pledge, a discussion of the findings with respect to the factors set forth in subsection (b) of this section.

(b) A waiver shall take effect when the certification is signed by the Director of OMB and shall be made public within 10 days thereafter.

(c) The public interest shall include, but not be limited to, exigent circumstances relating to national security, the economy, public health, or the environment. In determining whether it is in the public interest to grant a waiver of the restrictions contained in paragraphs 3(b) and (c) of the pledge, the responsible official may consider the following factors:

- (i) the government's need for the individual's services, including the existence of special circumstances related to national security, the economy, public health, or the environment;
- (ii) the uniqueness of the individual's qualifications to meet the government's needs;
- (iii) the scope and nature of the individual's prior lobbying activities, including whether such activities were de minimis or rendered on behalf of a nonprofit organization; and
- (iv) the extent to which the purposes of the restriction may be satisfied through other limitations on the individual's services, such as those required by paragraph 3(a) of the pledge.

Sec. 4. Administration. (a) The head of every executive agency shall, in consultation with the Director of the Office of Government Ethics, establish such rules or procedures (conforming as nearly as practicable to the agency's general ethics rules and procedures, including those relating to designated agency ethics officers) as are necessary or appropriate to ensure:

- (i) that every appointee in the agency signs the pledge upon assuming the appointed office or otherwise becoming an appointee;
- (ii) that compliance with paragraph 3 of the pledge is addressed in a written ethics agreement with each appointee to whom it applies, which agreement shall also be approved by the Counsel to the President prior to the appointee commencing work;
- (iii) that spousal employment issues and other conflicts not expressly addressed by the pledge are addressed in ethics agreements with appointees or, where no such agreements are required, through ethics counseling; and
- (iv) that the agency generally complies with this order.

(b) With respect to the Executive Office of the President, the duties set forth in section 4(a) of this order shall be the responsibility of the Counsel to the President.

(c) The Director of the Office of Government Ethics shall:

(i) ensure that the pledge and a copy of this order are made available for use by agencies in fulfilling their duties under section 4(a) of this order;

(ii) in consultation with the Attorney General or the Counsel to the President, when appropriate, assist designated agency ethics officers in providing advice to current or former appointees regarding the application of the pledge; and

(iii) in consultation with the Attorney General and the Counsel to the President, adopt such rules or procedures as are necessary or appropriate:

(A) to carry out the foregoing responsibilities;

(B) to authorize limited exceptions to the lobbyist gift ban for circumstances that do not implicate the purposes of the ban;

(C) to make clear that no person shall have violated the lobbyist gift ban if the person properly disposes of a gift as provided by section 2635.206 of title 5, Code of Federal Regulations;

(D) to ensure that existing rules and procedures for Government employees engaged in negotiations for future employment with private businesses that are affected by the employees' official actions do not affect the integrity of the Government's programs and operations;

(E) to ensure, in consultation with the Director of the Office of Personnel Management, that the requirement set forth in paragraph 6 of the pledge is honored by every employee of the executive branch;

(iv) in consultation with the Director of OMB, report to the President on whether full compliance is being achieved with existing laws and regulations governing executive branch procurement lobbying disclosure. This report shall include recommendations on steps the executive branch can take to expand, to the fullest extent practicable, disclosure of both executive branch procurement lobbying and of lobbying for Presidential pardons. These recommendations shall include both immediate actions the executive branch can take and, if necessary, recommendations for legislation; and

(v) provide an annual public report on the administration of the pledge and this order.

(d) The Director of the Office of Government Ethics shall, in consultation with the Attorney General, the Counsel to the President, and the Director of the Office of Personnel Management, report to the President on steps the executive branch can take to expand to the fullest extent practicable the revolving door ban set forth in paragraph 5 of the pledge to all executive branch employees who are involved in the procurement process such that they may not for 2 years after leaving Government service lobby any Government official regarding a Government contract that was under their official responsibility in the last 2 years of their Government service. This report shall include both immediate actions the executive branch can take and, if necessary, recommendations for legislation.

(e) All pledges signed by appointees, and all waiver certifications with respect thereto, shall be filed with the head of the appointee's agency for permanent retention in the appointee's official personnel folder or equivalent folder.

Sec. 5. Enforcement. (a) The contractual, fiduciary, and ethical commitments in the pledge provided for herein are solely enforceable by the United States pursuant to this section by any legally available means, including debarment proceedings within any affected executive agency or judicial civil proceedings for declaratory, injunctive, or monetary relief.

(b) Any former appointee who is determined, after notice and hearing, by the duly designated authority within any agency, to have violated his or her pledge may be barred from lobbying any officer or employee of that agency for up to 5 years in addition to the time period covered by the pledge. The head of every executive agency shall, in consultation with the Director of the Office of Government Ethics, establish procedures to implement this subsection, which procedures shall include (but not be limited to) providing for fact-finding and investigation of possible violations of this order and for referrals to the Attorney General for consideration pursuant to subsection (c) of this order.

(c) The Attorney General is authorized:

(i) upon receiving information regarding the possible breach of any commitment in a signed pledge, to request any appropriate Federal investigative authority to conduct such investigations as may be appropriate; and

(ii) upon determining that there is a reasonable basis to believe that a breach of a commitment has occurred or will occur or continue, if not enjoined, to commence a civil action against the former employee in any United States District Court with jurisdiction to consider the matter.

(d) In any such civil action, the Attorney General is authorized to request any and all relief authorized by law, including but not limited to:

(i) such temporary restraining orders and preliminary and permanent injunctions as may be appropriate to restrain future, recurring, or continuing conduct by the former employee in breach of the commitments in the pledge he or she signed; and

(ii) establishment of a constructive trust for the benefit of the United States, requiring an accounting and payment to the United States Treasury of all money and other things of value received by, or payable to, the former employee arising out of any breach or attempted breach of the pledge signed by the former employee.

Sec. 6. General Provisions. (a) If any provision of this order or the application of such provision is held to be invalid, the remainder of this order and other dissimilar applications of such provision shall not be affected.

(b) Nothing in this order shall be construed to impair or otherwise affect:

(i) the authority granted by law to an executive department or agency, or the head thereof; or

(ii) the functions of the Director of the Office of Management and Budget relating to budgetary, administrative, or legislative proposals.

(c) This order shall be implemented consistent with applicable law and subject to the availability of appropriations.

(d) This order is not intended to, and does not, create any right or benefit, substantive or procedural, enforceable at law or in equity by any party against the United States, its departments, agencies, or entities, its officers, employees, or agents, or any other person.

JOSEPH R. BIDEN JR.

THE WHITE HOUSE,
January 20, 2021.

ETHICS PLEDGE

I recognize that this pledge is part of a broader ethics in government plan designed to restore and maintain public trust in government, and I commit myself to conduct consistent with that plan. I commit to decision-making on the merits and exclusively in the public interest, without regard to private gain or personal benefit. I commit to conduct that upholds the independence of law enforcement and precludes improper interference with investigative or prosecutorial decisions of the Department of Justice. I commit to ethical choices of post-Government employment that do not raise the appearance that I have used my Government service for private gain, including by using confidential information acquired and relationships established for the benefit of future clients.

Accordingly, as a condition, and in consideration, of my employment in the United States Government in a position invested with the public trust, I commit myself to the following obligations, which I understand are binding on me and are enforceable under law:

1. *Lobbyist Gift Ban.* I will not accept gifts from registered lobbyists or lobbying organizations for the duration of my service as an appointee.
2. *Revolving Door Ban — All Appointees Entering Government.* I will not for a period of 2 years from the date of my appointment participate in any particular matter involving specific parties that is directly and substantially related to my former employer or former clients, including regulations and contracts.
3. *Revolving Door Ban — Lobbyists and Registered Agents Entering Government.* If I was registered under the Lobbying Disclosure Act, 2 U.S.C. 1601 *et seq.*, or the Foreign Agents Registration Act (FARA), 22 U.S.C. 611 *et seq.*, within the 2 years before the date of my appointment, in addition to abiding by the limitations of paragraph 2, I will not for a period of 2 years after the date of my appointment:
 - (a) participate in any particular matter on which I lobbied, or engaged in registrable activity under FARA, within the 2 years before the date of my appointment;
 - (b) participate in the specific issue area in which that particular matter falls; or
 - (c) seek or accept employment with any executive agency with respect to which I lobbied, or engaged in registrable activity under FARA, within the 2 years before the date of my appointment.
4. *Revolving Door Ban — Appointees Leaving Government.* If, upon my departure from the Government, I am covered by the post-employment restrictions on communicating with employees of my former executive agency set forth in section 207(c) of title 18, United States Code, and its implementing regulations, I agree that I will abide by those restrictions for a period of 2 years following the end of my appointment. I will abide by these same restrictions with respect to communicating with the senior White House staff.
5. *Revolving Door Ban — Senior and Very Senior Appointees Leaving Government.* If, upon my departure from the Government, I am covered by the post-employment restrictions set forth in sections 207(c) or 207(d) of title 18, United States Code, and those sections' implementing regulations, I agree that, in addition, for a period of 1 year following the end of my appointment, I will not materially assist others in making communications or appearances that I am prohibited from undertaking myself by (a) holding myself out as being available to engage in lobbying activities in support of any such communications or appearances; or (b) engaging in any such lobbying activities.
6. *Revolving Door Ban — Appointees Leaving Government to Lobby.* In addition to abiding by the limitations of paragraph 4, I also agree, upon leaving Government service, not to lobby any covered executive branch official or non-career Senior Executive Service appointee, or engage in any activity on behalf of any foreign government or foreign political party which, were it undertaken on January 20, 2021, would require that I register under FARA, for the remainder of the Administration or 2 years following the end of my appointment, whichever is later.
7. *Golden Parachute Ban.* I have not accepted and will not accept, including after entering Government, any salary or other cash payment from my former employer the eligibility for and payment of which is limited to individuals accepting a position in the United States Government. I also have not accepted and will not accept any non-cash benefit from my former employer that is provided in lieu of such a prohibited cash payment.
8. *Employment Qualification Commitment.* I agree that any hiring or other employment decisions I make will be based on the candidate's qualifications, competence, and experience.
9. *Assent to Enforcement.* I acknowledge that the Executive Order entitled "Ethics Commitments by Executive Branch Personnel," issued by the President on January 20, 2021, which I have read before signing this document, defines certain of the terms applicable to the foregoing obligations and sets forth the methods for enforcing them. I expressly accept the provisions of that Executive Order as a part of this agreement and as binding on me. I understand that the terms of this pledge are in addition to any statutory or other legal restrictions applicable to me by virtue of Federal Government service.

Signature _____

_____, 20____
Date

Name (Type or Print): _____

From: [Arroyo, Victoria](#)
To: [ethics](#)
Subject: Signed ethics pledge. Thank you!
Date: Saturday, January 23, 2021 6:28:58 PM
Attachments: [Biden Ethics Pledge Arroyo.pdf](#)

ETHICS PLEDGE

I recognize that this pledge is part of a broader ethics in government plan designed to restore and maintain public trust in government, and I commit myself to conduct consistent with that plan. I commit to decision-making on the merits and exclusively in the public interest, without regard to private gain or personal benefit. I commit to conduct that upholds the independence of law enforcement and precludes improper interference with investigative or prosecutorial decisions of the Department of Justice. I commit to ethical choices of post-Government employment that do not raise the appearance that I have used my Government service for private gain, including by using confidential information acquired and relationships established for the benefit of future clients.

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3. *Revolving Door Ban — Lobbyists and Registered Agents Entering Government.* If I was registered under the Lobbying Disclosure Act, 2 U.S.C. 1601 *et seq.*, or the Foreign Agents Registration Act (FARA), 22 U.S.C. 611 *et seq.*, within the 2 years before the date of my appointment, in addition to abiding by the limitations of paragraph 2, I will not for a period of 2 years after the date of my appointment:
 - (a) participate in any particular matter on which I lobbied, or engaged in registrable activity under FARA, within the 2 years before the date of my appointment;
 - (b) participate in the specific issue area in which that particular matter falls; or
 - (c) seek or accept employment with any executive agency with respect to which I lobbied, or engaged in registrable activity under FARA, within the 2 years before the date of my appointment.
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7. *Golden Parachute Ban.* I have not accepted and will not accept, including after entering Government, any salary or other cash payment from my former employer the eligibility for and payment of which is limited to individuals accepting a position in the United States Government. I also have not accepted and will not accept any non-cash benefit from my former employer that is provided in lieu of such a prohibited cash payment.
8. *Employment Qualification Commitment.* I agree that any hiring or other employment decisions I make will be based on the candidate's qualifications, competence, and experience.
9. *Assent to Enforcement.* I acknowledge that the Executive Order entitled "Ethics Commitments by Executive Branch Personnel," issued by the President on January 20, 2021, which I have read before signing this document, defines certain of the terms applicable to the foregoing obligations and sets forth the methods for enforcing them. I expressly accept the provisions of that Executive Order as a part of this agreement and as binding on me. I understand that the terms of this pledge are in addition to any statutory or other legal restrictions applicable to me by virtue of Federal Government service.

Arroyo, Victoria  Digitally signed by Arroyo, Victoria
Date: 2021.01.23 18:26:47 -05'00'

Signature

Name (Type or Print):

Victoria Arroyo

January 23, 2021

Date

From: [Mosley, Ferne](#)
To: [Fugh, Justina](#)
Cc: [Griffo, Shannon](#)
Subject: RE: ~
Date: Friday, March 19, 2021 2:15:00 PM

OK, thanks. (b) (5)

. Sound good?

Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Friday, March 19, 2021 1:40 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: RE: ~

(b) (5)

. Here's what I'm thinking

- (b) (5)
-
-
-

Justina

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, March 19, 2021 10:19 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: FW: ~

Hi Justina – (b) (5), (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, March 19, 2021 7:24 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: RE: ~

Also, just confirming per (b) (6)

[REDACTED]

Thanks!
Vicki

From: Arroyo, Victoria
Sent: Friday, March 19, 2021 7:13 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: ~

Hi Ferne and Justina – I'm forwarding (b) (6) note from earlier this week as it seems to relate to the notice you just sent for me to sign and I'm not sure Ferne was aware of it. Per (b) (6) note below, it looks like (b) (6)

[REDACTED]

(b) (6)

Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. Home is (b) (6). (b) (6) cell is (b) (6). Thank you!

Best,
Vicki

From: (b) (6)

Sent: Tuesday, March 16, 2021 12:28 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

(b) (6)

and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

I discovered (b) (6)

Specifically....

(b) (6)

Many apologies! Please let us know what we might need to do about these clarifications/changes.

best regards,

(b) (6)

(b) (6)

(b) (6)

On Mar 11, 2021, at 10:31 PM, Fugh, Justina <Fugh.Justina@epa.gov> wrote:

Hi Vicki (and (b) (6)) –

I had a lot of information in that email, so let's be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don't get me wrong: divestiture eliminates the conflicts issue, but I don't want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
Our reading of your guidance is that we can do that by immediately selling the (b) (6) [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]	Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset. If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters. Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade. Until you divest, Vicki must recuse from participation as indicated in my message yesterday.
In addition, we could divest the following (b) (6) after	Correct. If determined by us that you must sell, then we will use the attached

first obtaining the relevant
certificates of divestiture?

(b) (6)
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

the request form to request the CD. You
will need to provide specific information
about the number of shares you own of
those conflicting assets.

Please note that, when requesting a CD,
the Office of Government Ethics will
nearly always require you to divest of
the entirety of the conflicting asset, not
just enough to get below the regulatory
threshold. You will have 60 days to
purchase something else, and you will
have to file periodic transaction reports.

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code
2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC
20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-
564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 11, 2021 12:58 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you
with our new Administrator arriving today! Please see some follow up questions
regarding how we would like to proceed as we would be willing to divest these assets
to ensure that I can serve EPA fully.

Best,
Vicki

From: (b) (6)

Sent: Thursday, March 11, 2021 12:32 PM

To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

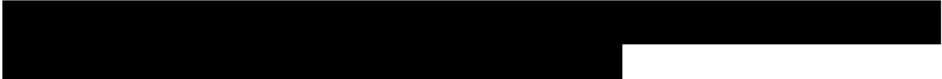
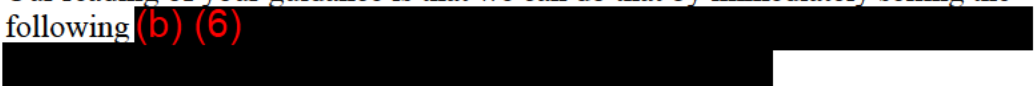
Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.


We would like to do everything possible to eliminate any conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following (b) (6)



Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)



Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than

\$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	
	Those will indeed be reportable transactions.
	Because the funds are likely (b) (6)
	however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22.
	If you want, you may elect to file a periodic transaction report now so that next year,

(b) (6)	you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select “start an OGE Form 278-T” under My Tools.
(b) (6)	(b) (6)
(b) (6)	No. (b) (6)

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general

subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that there is a cap to what you may receive. The maximum cap is \$29,595, but it's pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5) (ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and
- an identification of any EPA assistance

agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the “recusal obligations” section below. As the AA for OP, it may be unlikely that your will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6) . If the Administrator decided to convene a meeting of stakeholders to talk about how to involve (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6) , so you cannot work on a rulemaking that involves (b) (6) . You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

You should also recuse from participating in specific party matters in which your spouse’s clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It’s possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a

capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can't sell the asset and then seek a CD. I've attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you'll want to talk further. I'll be happy to do that!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 04, 2021 7:47 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

- 1) (b) (6)
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

(b) (6)

2) (b) (6)

3) (b) (6)

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE 278T and Part 7 - May
2019.docx><Advisory to all 278 filers about filing fee.pdf>
<cautionary note 3-11-21.docx><Smooth Sales Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Mosley, Ferne](#)
To: [Fugh, Justina](#)
Cc: [Griffo, Shannon](#)
Subject: RE: ~
Date: Monday, March 22, 2021 10:19:00 AM
Attachments: [CD Request Letter v.2 Arroyo.pdf](#)
[CD request form - Arroyo.pdf](#)
[VArroyo Memo to New Entrant OGE 278 2021.docx](#)
[image001.png](#)
[image002.png](#)
[Arroyo 278T March 2021.pdf](#)

Hi, here are the CD documents for Vicki (b) (6), (b) (5)

[REDACTED]

[REDACTED]

This should be ready for Jim's signature and then I can transmit to OGE.

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Friday, March 19, 2021 4:15 PM
To: Griffo, Shannon <Griffo.Shannon@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: ~

This is in the Integrity guide:



(b) (5)

[REDACTED]

[REDACTED]

(b) (5)

Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne

Sent: Friday, March 19, 2021 2:54 PM

To: Griffo, Shannon <Griffo.Shannon@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Subject: RE: ~

Hi, I don't see any way to "edit" a certified report. It just allows you to add a document, memo, or edit the "general information" section. The only way to get into the report contents is to click "printable view."
I added the Word version of the Memo as a document in the report.

Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Griffo, Shannon <Griffo.Shannon@epa.gov>

Sent: Friday, March 19, 2021 2:38 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>; Mosley, Ferne <mosley.ferne@epa.gov>

Subject: RE: ~

No, memos are not automatically included.

(b) (5)

[Redacted content]

Shannon Griffo
Office of General Counsel, Ethics Office
U.S. Environmental Protection Agency
(202) 564-7061
Griffo.Shannon@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Friday, March 19, 2021 1:40 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: RE: ~

(b) (5)

Here's what I'm thinking

- (b) (5)
- [REDACTED]
- [REDACTED]
 - [REDACTED]

Justina

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Friday, March 19, 2021 10:19 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: FW: ~

Hi Justina – (b) (6), (b) (5)

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Friday, March 19, 2021 7:24 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: RE: ~

Also, just confirming per [REDACTED] that the only one on the list you sent re: the CD or these additional two items he flagged (b) (6)
Thanks!
Vicki

From: Arroyo, Victoria
Sent: Friday, March 19, 2021 7:13 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: ~

Hi Ferne and Justina – I'm forwarding (b) (6) note from earlier this week as it seems to relate to the notice you just sent for me to sign and I'm not sure Ferne was aware of it. Per (b) (6) note below, it looks like (b) (6)
[REDACTED] Please note that due to splits, there are also (b) (6)
[REDACTED]
[REDACTED] Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. (b) (6)
Thank you!
Best,
Vicki

From: (b) (6)
Sent: Tuesday, March 16, 2021 12:28 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

I've sold the stocks we discussed (b) (6) and filed the 278-T.

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)
[REDACTED]
[REDACTED]
[REDACTED]

Specifically....

(b) (6)

(b) (6)

Many apologies! Please let us know what we might need to do about these clarifications/changes.

best regards,

(b) (6)

(b) (6)

On Mar 11, 2021, at 10:31 PM, Fugh, Justina <Fugh.Justina@epa.gov> wrote:

Hi Vicki (and (b) (6)) –

I had a lot of information in that email, so let's be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don't get me wrong: divestiture eliminates the conflicts issue, but I don't want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
Our reading of your guidance is that we can do that by immediately selling the following stocks (b) (6)	Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.
	If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters.
	Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction

	<p>report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6) after first obtaining the relevant certificates of divestiture?</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p> <p>(b) (6)</p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request form to request the CD. You will need to provide specific information about the number of shares you own of those conflicting assets.</p> <p>Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you to divest of the entirety of the conflicting asset, not just enough to get below the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.</p>

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 11, 2021 12:58 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you with our new Administrator arriving today! Please see some follow up questions regarding how we would like to proceed as we would be willing to divest these assets to ensure that I can serve EPA fully.

Best,
Vicki

From: (b) (6)
Sent: Thursday, March 11, 2021 12:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.

We would like to do everything possible to eliminate any conflicts that would require
recusal.

Our reading of your guidance is that we can do that by immediately selling the following
stocks (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Please let us know if this is, in fact, correct and what we need to do before beginning the
process.

(b) (6)

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they
certainly do for me). I'm so sorry to have been slow in responding
to you! I have a bunch of things to do/report to you, so let's start
with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you
have a reporting requirement. Whether you have to report that
transaction on a periodic basis or annually depends on the type of
asset. For excepted investment funds such as mutual funds, you
report those transactions annually, on your next financial disclosure

report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6)	(b) (6) Those will indeed be reportable transactions. Because the funds are likely (b) (6), however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22. If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select "start an OGE Form 278-T" under My Tools.
(b) (6)	(b) (6)

- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.);
- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the "recusal obligations" section below. As the AA for OP, it may be unlikely that you will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6). If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

You should also recuse from participating in specific party matters in which your spouse’s clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It’s possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can’t sell the asset and then seek a CD. I’ve attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you’ll want to talk further. I’ll be happy to do that!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA
| Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 04, 2021 7:47 AM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

[Redacted]
[Redacted]
[Redacted]
[Redacted]

[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

Many thanks for your guidance,

Vicki Arroyo

<Smooth Sales Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Mosley, Ferne](#)
To: [Fugh, Justina](#)
Subject: RE: And a request from Vicki Arroyo too
Date: Wednesday, March 17, 2021 2:41:00 PM
Attachments: [approval for Carlton Waterhouse to teach at Howard Law Spring 2021 rev.docx](#)
[approval for Victoria Arroyo to teach at Georgetown University Law Spring 2021.docx](#)

Hi, here is Vicky's memo; I also revised Carlton's due to a misplaced comma and a missing word in the last sentence.

Let me know if you have any questions.
Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Wednesday, March 17, 2021 2:09 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: And a request from Vicki Arroyo too

OK, here is the memo for Waterhouse. I made some edits and added a section on the impartiality regulations and misuse of position, and added the outside earned income amount.

Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>

Sent: Wednesday, March 17, 2021 2:04 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: And a request from Vicki Arroyo too

Utech approved Waterhouse but says the attachment for Arroyo was blank, so here you go again:

- name, title and grade; *Victoria Arroyo, Associate Administrator, non-career SES*
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;

Teaching "Advanced Environmental Law: The Law of Global Climate Change" at Georgetown University Law Center. The class meets Thursday evenings from 5:45 – 7:45 pm each January - April. This is co-taught with another law professor in the Spring semester. Declining compensation given my EPA role.

- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);

Georgetown University Law Center, Washington DC

- the estimated time to be devoted to the activity;

Roughly 6 hours/week in prep time, student work review and teaching – mostly done outside of normal duty hours (evenings and weekends).

- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);

Yes except for a very occasional email or conversation.

- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
No official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;

- the basis for compensation (e.g., fee, per diem, per annum, etc.)
Not applicable – declined.

- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on "Outside Activities"](#)) and Section 6401.103 ([EPA's Supplemental Regulations](#)); and

Yes, I have read and am familiar with and will abide by the above restrictions.

- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

Not applicable.

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Wednesday, March 17, 2021 1:00 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: And a request from Vicki Arroyo too

OK, thanks. My pleasure. I hope you feel better soon.

Ferne

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mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Wednesday, March 17, 2021 12:56 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: And a request from Vicki Arroyo too

Hi,

I am gathering the info together for you about Vicki's CD, but in the meantime, she's also asked for approval of uncompensated outside activity (see attached). I've sent her request and Carlton's to Utech for his formal email approval. I've noted for him that they seek approval just for the spring 2021 semester, not a continuing obligation, and that Vicki can't be compensated.

You're a life saver!

Justina

From: [Mosley, Ferne](#)
To: [Fugh, Justina](#)
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI] - [Message contains CUI]
Date: Tuesday, April 13, 2021 4:16:00 PM

(b) (5), (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

Ferne

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mosley.ferne@epa.gov

From: Elaine Newton <enewton@oge.gov>
Sent: Tuesday, April 13, 2021 3:43 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI] - [Message contains CUI]

CONTROLLED

Thanks, Ferne. (b) (5)

[REDACTED]

[REDACTED] Is that correct?

Elaine

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov>]
Sent: Tuesday, April 13, 2021 3:37 PM
To: Elaine Newton <enewton@oge.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]

Ok – let me check to see if (b) (5), (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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(202) 306-2998 (mobile)
mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>>

From: Elaine Newton <enewton@oge.gov <<mailto:enewton@oge.gov>> >
Sent: Tuesday, April 13, 2021 3:25 PM
To: Mosley, Ferne <mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> >
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]

CONTROLLED

Hi Ferne,

(b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Thanks, Elaine

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov> <<mailto:mosley.ferne@epa.gov>>]
Sent: Tuesday, April 13, 2021 3:06 PM
To: Elaine Newton <enewton@oge.gov <<mailto:enewton@oge.gov>> >
Subject: RE: Arroyo CD Request - [Message contains CUI]

Hello, (b) (5)

[REDACTED]

[REDACTED]

(b) (5)

Thanks, Ferne

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mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> <<mailto:mosley.ferne@epa.gov>>
<<mailto:mosley.ferne@epa.gov>> >

From: Elaine Newton <enewton@oge.gov <<mailto:enewton@oge.gov>> >
Sent: Tuesday, April 13, 2021 3:01 PM
To: Mosley, Ferne <mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> >
Subject: Arroyo CD Request - [Message contains CUI]

CONTROLLED

Good afternoon,

I am conducting a second level review of the CD request for Victoria Arroyo. (b) (6), (b) (5)

Please let me know if you have any questions.

Thanks, Elaine

Elaine Newton
Associate Counsel
U.S. Office of Government Ethics
1201 New York Ave., NW, Suite 500

Washington, DC 20005-3915

Telephone: 202-482-9265

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From: [Mosley, Ferne](#)
To: [Fugh, Justina](#)
Subject: RE: certificate of disclosure request form
Date: Thursday, March 18, 2021 2:32:00 PM
Attachments: [Employee Request Letter Arroyo.doc](#)

Hey, Justina – let me know when you’ve talked to Vicki (b) (6), (b) (5) and I will follow up with her about the number of shares to add to the form and request memo. I will then get her to sign the memo to Jim requesting the CD (draft attached).

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mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Thursday, March 18, 2021 11:42 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: certificate of disclosure request form

(b) (5), (b) (6)

Thanks.

Ferne L. Mosley, Attorney-Advisor

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mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Thursday, March 18, 2021 11:40 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: certificate of disclosure request form

(b) (5)

Ferne L. Mosley, Attorney-Advisor

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From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Thursday, March 18, 2021 11:36 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: certificate of disclosure request form

Thanks ... and go ahead and talk to her, (b) (6) about your recommendation that (b) (6), (b) (5)

Justina

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Thursday, March 18, 2021 11:32 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: certificate of disclosure request form

Justina – I think (b) (5)

Ferne L. Mosley, Attorney-Advisor

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mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Wednesday, March 17, 2021 11:19 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: FW: certificate of disclosure request form

Hi Ferne,
Victoria is the AA for policy, so she'll be touching the rulemaking process and working with OMB directly, meeting with stakeholders, etc. (b) (5), (b) (6)
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] and here are my notes (also attached)
about their assets and below:

ASSET	VALUATION (in thousands)	SECTOR	COMMENT
(b) (6), (b) (5)	[REDACTED]	[REDACTED]	[REDACTED] [REDACTED] [REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] [REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] [REDACTED] [REDACTED] [REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] [REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] [REDACTED]
[REDACTED] [REDACTED]	[REDACTED]	[REDACTED] [REDACTED] [REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED] [REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

(b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

From: [Fugh, Justina](#)
To: [Mosley, Ferne](#)
Cc: [Griffo, Shannon](#)
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]
Date: Thursday, April 15, 2021 2:33:24 PM

Hi,

Yeah, (b) (5)

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] right?

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Thursday, April 15, 2021 1:43 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Justina, (b) (5)

[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor
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(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Thursday, April 15, 2021 11:43 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Yes, I will.

Ferne L. Mosley, Attorney-Advisor
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mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Thursday, April 15, 2021 11:41 AM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Thanks! Please either send me a cc or save the email into her i:drive folder, okay?

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Thursday, April 15, 2021 9:42 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Hi, I can update it – (b) (5)

Ferne

Ferne L. Mosley, Attorney-Advisor
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mosley.ferne@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Wednesday, April 14, 2021 8:02 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: FW: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Here is the message that I sent to Vicki that she would now like updated. Do you want to do that or shall I (she is in the AO, so in the division of labor, she could be viewed as mine).

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Wednesday, April 14, 2021 1:30 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Dear Ferne and Justina,

(b) (6) has sold the stock as planned and the 278T has been submitted. I believe that this is fully responsive to the potential conflicts identified in our earlier exchanges with Justina but an updated version of her note "your ethics picture all in one place" would be welcome when you have time please. Thanks for your help!

Best,
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Tuesday, April 13, 2021 6:38 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

You're welcome. Have a good evening.

Ferne

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1200 Pennsylvania Ave, NW

Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Tuesday, April 13, 2021 6:28 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Thank you, Ferne and Justina! Will share with (b) (6) and circle back with any questions. Take care!
Vicki

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Tuesday, April 13, 2021 6:10 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: FW: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Hi Vicki – good news! Your Certificate of Divestiture is attached. Your spouse may now sell the shares listed on the CD.

In order to receive the tax advantages, he must: 1) sell the stock **no later than 90 days** after the date you/your spouse first agreed to divest (March 15) - or no later than June 14, **and;** 2) roll over the proceeds of the sales into “permitted property,” e.g., diversified mutual funds/Exchange-traded funds, or government-backed securities during the **60-day period beginning on the date of the sale.** You will provide your tax accountant with the certificate number for your 2021 tax return.

Please remember that, until the conflicting assets are sold, you will still be disqualified from participating in EPA matters affecting the companies’ financial interests.

Finally, you will need to report the stock sales on a periodic transaction report (278-T) within 30 days of the sale. You won’t have to report the purchase of the mutual funds or government backed securities until your annual report due in May 2022, but you can submit a 278T before then if you choose to do so for your convenience. All of the 278Ts can be imported into your 2022 report.

Please let me know if you or (b) (6) has any questions.

Sincerely, Ferne
Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel

William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: CD <cd@oge.gov>
Sent: Tuesday, April 13, 2021 5:32 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Elaine Newton <enewton@oge.gov>; Morris C. Barren <mbarren@oge.gov>
Subject: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Good Afternoon:

In response to your request of 03/26/2021, attached is Certificate of Divestiture, OGE-2021-049 for Victoria Arroyo, Environmental Protection Agency. Please forward the certificate to Mrs. Arroyo.

If there are any questions, you may contact Morris Barren at 202-482-9266.

Please confirm receipt of this email by replying to all.

Thank you.

CONTROLLED
Email and attachment(s) contain CUI.

Gwendolyn Cannon-Jenkins
US Office of Government Ethics
Administrative Operations Branch
1201 New York Avenue NW
Suite 500
Washington, DC 20005

(e) gcannon@oge.gov <<mailto:gcannon@oge.gov>>
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Visit OGE's website: www.oge.gov <<http://www.oge.gov>>
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From: [Payne, James \(Jim\)](#)
To: [Fugh, Justina](#); [Mosley, Ferne](#)
Subject: RE: FOR YOUR SIGNATURE: CD request for Victoria Arroyo
Date: Thursday, March 25, 2021 7:22:02 PM
Attachments: [CD request form - Arroyo.pdf](#)
[image001.png](#)
[image002.png](#)

Digitally signed and attached, thanks.

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Monday, March 22, 2021 12:05 PM
To: Payne, James (Jim) <payne.james@epa.gov>
Cc: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: FOR YOUR SIGNATURE: CD request for Victoria Arroyo

Hi Jim,

Thanks to Ferne, the request for a certificate of divestiture for Vicki Arroyo is ready for your signature. You will digitally sign only the first document (entitled "CD request form – Arroyo") and then send it to Ferne, who will get it over to OGE. OGE sets forth clear direction on what we have to provide, so we're sharing it all with you:

1. The formal request for a CD from Vicki (please sign this form)
2. The request from Vicki for why she needs a CD
3. Her certified new entrant report
4. Her certified 278T with the voluntary divestitures for which she could not have gotten a CD
5. The memo to her new entrant report because, after certification, she realized that there were some errors in her reporting

Vicki has been advised that she needs to recuse from working on certain matters of general applicability until she obtains the CD. Please let me know if you have any questions about this request.

Thanks!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Monday, March 22, 2021 10:19 AM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: RE: ~

Hi, here are the CD documents for Vicki (b) (6), (b) (5)

[REDACTED]

[REDACTED]

[REDACTED]

This should be ready for Jim's signature and then I can transmit to OGE.

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor

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mosley.ferne@epa.gov

From: Mosley, Ferne

Sent: Friday, March 19, 2021 4:15 PM

To: Griffo, Shannon <Griffo.Shannon@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Subject: RE: ~

This is in the Integrity guide:



(b) (5)

Ferne

Ferne L. Mosley, Attorney-Advisor

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mosley.ferne@epa.gov

From: Mosley, Ferne

Sent: Friday, March 19, 2021 2:54 PM

To: Griffo, Shannon <Griffo.Shannon@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Subject: RE: ~

Hi, I don't see any way to "edit" a certified report. It just allows you to add a document, memo, or edit the "general information" section. The only way to get into the report contents is to click "printable view."
I added the Word version of the Memo as a document in the report.

Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency

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(202) 306-2998 (mobile)

mosley.ferne@epa.gov

From: Griffo, Shannon <Griffo.Shannon@epa.gov>

Sent: Friday, March 19, 2021 2:38 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>; Mosley, Ferne <mosley.ferne@epa.gov>

Subject: RE: ~

No, memos are not automatically included.

(b) (5)

A large rectangular area of the email body is completely redacted with a solid black box.A large rectangular area of the email body is completely redacted with a solid black box.

Shannon Griffo

Office of General Counsel, Ethics Office

U.S. Environmental Protection Agency

(202) 564-7061

Griffo.Shannon@epa.gov

From: Fugh, Justina <Fugh.Justina@epa.gov>

Sent: Friday, March 19, 2021 1:40 PM

To: Mosley, Ferne <mosley.ferne@epa.gov>

Cc: Griffo, Shannon <Griffo.Shannon@epa.gov>

Subject: RE: ~

(b) (5)

Here's what I'm thinking

- (b) (5)
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

Justina

From: Mosley, Ferne <mosley.ferne@epa.gov>

Sent: Friday, March 19, 2021 10:19 AM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: FW: ~

Hi Justina – (b) (5), (b) (6)

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(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Friday, March 19, 2021 7:24 AM

To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: RE: ~

Also, just confirming per (b) (6) that the only one on the list you sent re: the CD or these additional two items he flagged (b) (6)

Thanks!

Vicki

From: Arroyo, Victoria

Sent: Friday, March 19, 2021 7:13 AM

To: Mosley, Ferne <mosley.ferne@epa.gov>; Fugh, Justina <Fugh.Justina@epa.gov>

Cc: (b) (6)

Subject: FW: ~

Hi Ferne and Justina – I'm forwarding (b) (6) note from earlier this week as it seems to relate to the notice you just sent for me to sign and I'm not sure Ferne was aware of it. Per (b) (6) note below, it looks like (b) (6)

(b) (6) Please note that due to splits, there are also two (b) (6)

(b) (6) Appreciate Ferne's guidance on next steps on these and the revised CD please. Don't hesitate to call if that's easier. (b) (6)

Thank you!

Best,

Vicki

From: (b) (6)

Sent: Tuesday, March 16, 2021 12:28 PM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Cc: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Subject: ~

Hi Justina,

Many thanks for our meeting yesterday—very helpful and less intimidating!

I've sold the stocks we discussed in (b) (6)

I'm also working on the request for certificate of divestiture, which I should be able to send you later today or tomorrow.

All of this forced me to finally (b) (6)

Specifically...

(b) (6)

(b) (6)

(b) (6)

(b) (6)

(b) (6)

Many apologies! Please let us know what we might need to do about these clarifications/changes.

best regards,

(b) (6)

[REDACTED]

On Mar 11, 2021, at 10:31 PM, Fugh, Justina <Fugh.Justina@epa.gov> wrote:

Hi Vicki (and (b) (6) –

I had a lot of information in that email, so let's be sure we consider all of your options. I think that divestiture is the best remedy, but would you want to further explore possible recusal instead? Don't get me wrong: divestiture eliminates the conflicts issue, but I don't want to scare you into making a decision if recusal is also a viable option for you.

YOU WROTE:	JUSTINA SAYS:
<p>Our reading of your guidance is that we can do that by immediately selling the following stocks (b) (6)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>Correct. You can't get a CD for these assets because they are already held in tax-deferred account but you can voluntarily divest all or part of an asset.</p> <p>If you get below \$25,000, then Vicki can work on particular matters of general applicability but not on specific party matters. You need to get below \$15,000 for her to be able to work on specific party matters.</p> <p>Please note that if you divest of part of the asset, you will have to keep track of the remainder to be sure it doesn't trigger either regulatory thresholds. Also, if you divest, don't forget to file that periodic transaction report no later than 45 days after the trade.</p> <p>Until you divest, Vicki must recuse from participation as indicated in my message yesterday.</p>
<p>In addition, we could divest the following (b) (6) after first obtaining</p>	<p>Correct. If determined by us that you must sell, then we will use the attached the request</p>

the relevant certificates of divestiture?

(b) (6)

form to request the CD. You will need to provide specific information about the number of shares you own of those conflicting assets.

Please note that, when requesting a CD, the Office of Government Ethics will nearly always require you to divest of the entirety of the conflicting asset, not just enough to get below the regulatory threshold. You will have 60 days to purchase something else, and you will have to file periodic transaction reports.

Let me know how you want to proceed,
Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Sent: Thursday, March 11, 2021 12:58 PM
To: Fugh, Justina <Fugh.Justina@epa.gov>
Cc: (b) (6)
Subject: FW: your ethics picture, in one place.

Thank you for getting back to me, Justina! I know how busy this time must be for you with our new Administrator arriving today! Please see some follow up questions regarding how we would like to proceed as we would be willing to divest these assets to ensure that I can serve EPA fully.
Best,
Vicki

From: (b) (6)
Sent: Thursday, March 11, 2021 12:32 PM
To: Arroyo, Victoria <Arroyo.Victoria@epa.gov>
Subject: Re: your ethics picture, in one place.

Hi Justina,

Many thanks for this.

We would like to do everything possible to eliminate any conflicts that would require recusal.

Our reading of your guidance is that we can do that by immediately selling the following (b) (6)

(b) (6)

(b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

Please let us know if this is, in fact, correct and what we need to do before beginning the process.

(b) (6)

Hi Vicki,

How are you settling in at EPA? The days must whiz by (they certainly do for me). I'm so sorry to have been slow in responding to you! I have a bunch of things to do/report to you, so let's start with the easy stuff.

TRANSACTIONS

For any transaction of stocks or bonds of more than \$1000, you have a reporting requirement. Whether you have to report that transaction on a periodic basis or annually depends on the type of asset. For excepted investment funds such as mutual funds, you report those transactions annually, on your next financial disclosure report. But for individual stocks and bonds, you have to report sales or purchases within 30 days of receiving notice but not later than 45 days after the trade itself. So, not a quarterly reporting requirement as you thought but more akin to a monthly reporting requirement. I've attached a chart that details the reporting requirements along with the reminder that missing a periodic report results in an automatic late filing fee.

Moving onto your questions:

YOU ASKED:	ANSWER:
(b) (6) [REDACTED]	(b) (6) [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]. Those will indeed be reportable transactions. Because the funds are likely (b) (6) [REDACTED] however, and the transactions will take place in calendar year 2021, you don't need to report them until next year when you file your next disclosure report that covers 2021. As an incumbent filer, your next report will include Part 7 for transactions so add all of those purchases and sales there. That report will be due 5/15/22. If you want, you may elect to file a periodic transaction report now so that next year, you can simply upload the information as part of the pre-population of your form. To file a periodic transaction report, go to www.integrity.gov to access your account and select "start an OGE Form 278-T" under My Tools.
(b) (6) [REDACTED]	[REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]
(b) (6) [REDACTED]	No. (b) (6) [REDACTED] [REDACTED] [REDACTED]

(b) (6)	

OUTSIDE ACTIVITY

The White House has confirmed that non-career SES appointees such as yourself may in fact engage in outside activity, provided that you first seek and obtain approval. If, however, the activity relates to the general subject area of this agency, then you may not receive any compensation, even if you will be teaching or serving a non-profit. If you are able to be compensated, then please know that that there is a cap to what you may receive. The maximum cap is \$29,595, but it's pro rated over the year. So if you were approved for compensated outside activity that starts in, say, October, then you could not receive more than \$7398.75 total.

If you wish to pursue an outside activity for GULC, then follow these instructions:

HOW TO SEEK APPROVAL OF THE OUTSIDE ACTIVITY

EPA's supplemental regulations at 5 CFR 6401.103(a)(5)(ii) set forth how you seek approval of an outside activity. Typically, such requests require the concurrence of the employee's supervisor. I've talked to Dan Utech, and he's agreed to serve as the "supervisor" for all political appointees for reviewing outside activities. So you will send me an email that addresses the following points, and I'll coordinate with Dan:

- name, title and grade;
- the nature of the outside activity, including a full description of the services to be performed and the amount of compensation expected;
- the name and business of the person or organization for which the work will be done (in cases of self-employment, indicate the type of services to be rendered and estimate the number of clients or customers anticipated during the next six months);
- the estimated time to be devoted to the activity;
- whether the service will be performed entirely outside of normal duty hours (if not, estimate the number of hours of absence from work required);
- a statement that no official duty time or Government property, resources, or facilities not available to the general public will be used in connection with the outside employment;
- the basis for compensation (e.g., fee, per diem, per annum, etc.)

- a statement that you have read, are familiar with, and will abide by the restrictions described in 5 CFR Part 2635 ([Subpart H on “Outside Activities”](#)) and Section 6401.103 ([EPA’s Supplemental Regulations](#)); and
- an identification of any EPA assistance agreements or contracts held by a person to or for whom services would be provided.

CONFLICTS OF INTEREST

Based on your financial disclosure report, we identified several possible conflicts of interest. Please see the attached cautionary note and the “recusal obligations” section below. As the AA for OP, it may be unlikely that your will work on matters that involve individual companies, but you should be alert to the fact that you cannot participate in specific party matter in which certain companies are a party or represent. For example, you own (b) (6). If the Administrator decided to convene a meeting of stakeholders to talk about how to involve the (b) (6) in environmental activism, you could not suggest (b) (6) as a participant and, if they attended the meeting, you could not participate or attend.

More significant is the potential impact that your ownership interests may have on your ability to work on matters of general applicability, including rulemaking. When you own more than \$25,000 in any entity – and we recognize that you do – then you are prohibited from working on matters of general applicability that affect these companies as a member of an affected class. You cannot participate in rulemaking, for example, that is directed at certain sectors. For example, you own (b) (6), so you cannot work on a rulemaking that involves (b) (6). You cannot participate at all, including directing your staff. You could not review the rule or be involved in getting it through OMB review.

RECUSAL OBLIGATIONS

You cannot participate personally and substantially in any particular matter that would have a direct and predictable effect on the following:

RECUSAL LIST – SPECIFIC PARTY MATTERS	
(b) (6)	

You cannot participate personally and substantially in any particular matter of general applicability that is focused on the interests of any individual discrete and identifiable class of “persons” (identified as “sectors” below):

RECUSAL LIST – INDIVIDUAL SECTORS	
(b) (6)	

You should also recuse from participating in specific party matters in which your spouse’s clients is a party or represents a party unless you first consult with an ethics official.

NEXT STEPS

I do not know whether your role as AA for OP requires you to be involved with any of these individual companies or these sectors. It’s possible that you may be able to navigate your conflicts through recusal, in which case we will draft one for you. Alternatively, we can work with you to identify those assets that are likely to present conflicts and then seek a certificate of divestiture (CD) if possible. A CD will allow you to sell the conflicting assets to purchase something else, but any capital gain consequences will be deferred. Please note that a CD is not always possible. If you will not get a capital gain or if the asset is held in an IRA, then you are not eligible for a CD. You also can’t sell the asset and then seek a CD. I’ve attached a pamphlet that describes the CD process, which typically takes a few weeks and must be obtained from another federal agency, the Office of Government Ethics.

Lots of information, so I expect you’ll want to talk further. I’ll be happy to do that!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA
| Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal
Building | Washington, DC 20460 (for ground deliveries, use 20004 for the
zip code) | phone 202-564-1786 | fax 202-564-1772

From: Arroyo, Victoria <Arroyo.Victoria@epa.gov>

Sent: Thursday, March 04, 2021 7:47 AM

To: Fugh, Justina <Fugh.Justina@epa.gov>

Subject: Guidance on transactions to report on the quarterly 278-T please?

Hi Justina,

Thanks for finalizing my submission and for the heads up re: the request for my information. Hope all is well. I'm sure you must be busy given the transition process. Per my earlier email, please advise if there's anything we should do or consider re: (b) (6) investments given my new role. A few more recent questions:

Could you please let me know whether the following transactions should be reported on the quarterly financial disclosure form (the OGE Form 278-T, I presume) and by when?

(b) (6)
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

[Redacted]
[Redacted]
[Redacted]
[Redacted]

[Redacted]
[Redacted]
[Redacted]
[Redacted]
[Redacted]

Many thanks for your guidance,

Vicki Arroyo

<When to Report Transactions on the OGE 278T and Part 7 - May 2019.docx>
<Advisory to all 278 filers about filing fee.pdf><cautionary note 3-11-21.docx>
<Smooth Sales Pamphlet.pdf>

<Revised CD request form - blank.pdf>

From: [Payne, James \(Jim\)](#)
To: [Fugh, Justina](#); [Mosley, Ferne](#)
Subject: RE: please sign digitally ...
Date: Thursday, March 18, 2021 2:50:00 PM
Attachments: [approval for Carlton Waterhouse to teach at Howard Law Spring 2021 for signature.pdf](#)
[approval for Victoria Arroyo to teach at Georgetown University Law Spring 2021 for signature.pdf](#)

Digitally signed, attached. Thank you both.

From: Fugh, Justina <Fugh.Justina@epa.gov>
Sent: Wednesday, March 17, 2021 11:38 PM
To: Payne, James (Jim) <payne.james@epa.gov>
Cc: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: please sign digitally ...

Jim,

Thanks to Ferne, who drafted the attached approvals for outside activity, one for Carlton Waterhouse to engage in compensated outside activity, and one for Victoria Arroyo to engage in uncompensated outside activity. Dan Utech has concurred on both, so we need you to sign the attached request. Because they are non-career SES, here's a reminder about their rules:

- There is an outside earned income cap for non-career SESers. If they are permitted to accept compensation, in CY 2021, they cannot accept more than \$29,595 from all sources, but this number is pro rated
- No compensation for any profession involving a fiduciary relationship
- No compensation for serving as an officer or board member
- No compensation for teaching, speaking or writing in the "general subject matter area, industry, or economic sector primarily affected by the programs and operations of the agency, 5 CFR 2635.807(a)(2)(E)(3)
 - This is why Vicki has to decline compensation and why Carlton may accept
- For compensated teaching, they must obtain advance authorization from the DAEO.
 - Going forward, you may delegate that approval to me, consistent with 5 CFR 2636.307(e) but for these first two, let's have you sign.

For Carlton, the standard for authorization of compensated teaching is:

- (1) The teaching will not interfere with the performance of the employee's official duties or give rise to an appearance that the teaching opportunity was extended to the employee principally because of his official position;
- (2) The employee's receipt of compensation does not violate any of the limitations and prohibitions on honoraria, compensation or outside earned income contained in this part; and
- (3) Neither the teaching activity nor the employee's receipt of compensation therefor

will violate applicable standards of conduct or any statute or regulation related to conflicts of interests.

All of these conditions are met, so we recommend that you digitally sign the attached approvals. When you have done so, please return them to me for distribution.

Thanks,

Justina (and Ferne)

From: [Griffo, Shannon](#)
To: CD@oge.gov
Subject: CD package for Alejandra Nunez (EPA)
Date: Friday, April 23, 2021 12:57:00 PM
Attachments: [CD request form signed \(Alejandra Nunez\).pdf](#)
[CD Request Letter - Alejandra Nunez signed.pdf](#)
[Alejandra Nunez 2021 New Entrant Report.pdf](#)

Hi there,

Attached you will find the CD package for Alejandra Nunez, who is the Deputy Associate Administrator of Mobile Sources in EPA's Office of Air and Radiation. It includes the CD request form, letter signed by Ms. Nunez, and her certified New Entrant Report.

Thanks,
Shannon

Shannon Griffo
Office of General Counsel, Ethics Office
U.S. Environmental Protection Agency
(202) 564-7061
Griffo.Shannon@epa.gov

From: [Griffo, Shannon](#)
To: [Suzanne L. Meyer](#)
Subject: RE: CD - [Message contains CUI]
Date: Monday, April 26, 2021 3:36:00 PM

Hi Suzanne,

We consider (b) (5), (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Thanks,
Shannon

Shannon Griffo
Office of General Counsel, Ethics Office
U.S. Environmental Protection Agency
(202) 564-7061
Griffo.Shannon@epa.gov

From: Suzanne L. Meyer <slmeyer@oge.gov>
Sent: Monday, April 26, 2021 2:55 PM
To: Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: CD - [Message contains CUI]

CONTROLLED

Good Afternoon, Shannon:

I'm reviewing the CD request for Ms. Nunez, and just want to (b) (5), (b) (6)

[REDACTED]

[REDACTED]

[REDACTED]

Thanks,

Suzanne

Suzanne Meyer
Desk Officer/Ethics Specialist
U.S. Office of Government Ethics
202-482-9249 | suzanne.meyer@oge.gov <<mailto:suzanne.meyer@oge.gov>>

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From: [Griffo, Shannon](#)
To: [Elaine Newton](#)
Subject: RE: CD request - [Message contains CUI]
Date: Friday, April 30, 2021 1:23:00 PM

Hi Elaine,

(b) (5), (b) (6)

[Redacted]

[Redacted]

[Redacted]

Thanks,
Shannon

Shannon Griffo
Office of General Counsel, Ethics Office
U.S. Environmental Protection Agency
(202) 564-7061
Griffo.Shannon@epa.gov

From: Elaine Newton <enewton@oge.gov>
Sent: Friday, April 30, 2021 12:18 PM
To: Griffo, Shannon <Griffo.Shannon@epa.gov>
Subject: CD request - [Message contains CUI]

CONTROLLED

Good afternoon,

I am conducting a second-level review on the CD request for Ms. Nunez. According to her financial disclosure report she was appointed on January 31, 2021. (b) (5), (b) (6)

[Redacted]

[Redacted]

Please let me know if you have any questions.

Thanks, Elaine

Elaine Newton
Associate Counsel
U.S. Office of Government Ethics
1201 New York Ave., NW, Suite 500
Washington, DC 20005-3915

Telephone: 202-482-9265

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From: [Elaine Newton](#)
To: [Mosley, Ferne](#)
Cc: [Fugh, Justina](#)
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI] - [Message contains CUI]
Date: Tuesday, April 13, 2021 3:44:53 PM

CONTROLLED

Thanks, Ferne. (b) (5), (b) (6)

Is that correct?

Elaine

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov>]
Sent: Tuesday, April 13, 2021 3:37 PM
To: Elaine Newton <enewton@oge.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]

Ok – let me check to see if Justina has this information; (b) (6), (b) (5)

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>>

From: Elaine Newton <enewton@oge.gov <<mailto:enewton@oge.gov>> >
Sent: Tuesday, April 13, 2021 3:25 PM
To: Mosley, Ferne <mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> >

Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]

CONTROLLED

Hi Ferne,

(b) (5) [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Thanks, Elaine

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov> <<mailto:mosley.ferne@epa.gov>>]

Sent: Tuesday, April 13, 2021 3:06 PM

To: Elaine Newton <enewton@oge.gov <<mailto:enewton@oge.gov>> >

Subject: RE: Arroyo CD Request - [Message contains CUI]

Hello, (b) (5) [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
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(202) 564-8046 (desk)
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mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> <<mailto:mosley.ferne@epa.gov>>
<<mailto:mosley.ferne@epa.gov>> >

From: Elaine Newton <enewton@oge.gov <<mailto:enewton@oge.gov>> >
<<mailto:enewton@oge.gov>> > >

Sent: Tuesday, April 13, 2021 3:01 PM

To: Mosley, Ferne <mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> > >
<<mailto:mosley.ferne@epa.gov>> > >

Subject: Arroyo CD Request - [Message contains CUI]

CONTROLLED

Good afternoon,

I am conducting a second level review of the CD request for Victoria Arroyo. (b) (6), (b) (5)

[REDACTED]

Please let me know if you have any questions.

Thanks, Elaine

Elaine Newton
Associate Counsel
U.S. Office of Government Ethics
1201 New York Ave., NW, Suite 500
Washington, DC 20005-3915
Telephone: 202-482-9265

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From: [Fugh, Justina](#)
To: [Mosley, Ferne](#); [Elaine Newton](#)
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]
Date: Tuesday, April 13, 2021 6:02:56 PM

Woo hoo! Thanks for the news, Elaine, and for working on this CD with Ferne. I thank my stars regularly that Ferne is on Team EPA! Hope you're doing well, Elaine!

Justina

Justina Fugh | Director, Ethics Office | Office of General Counsel | US EPA | Mail Code 2311A | Room 4308 North, William Jefferson Clinton Federal Building | Washington, DC 20460 (for ground deliveries, use 20004 for the zip code) | phone 202-564-1786 | fax 202-564-1772

From: Mosley, Ferne <mosley.ferne@epa.gov>
Sent: Tuesday, April 13, 2021 5:37 PM
To: Elaine Newton <enewton@oge.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]

Thanks, Elaine!

Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
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1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Tuesday, April 13, 2021 3:37 PM
To: Elaine Newton <enewton@oge.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]

Ok – let me check to see if Justina has this information; (b) (6), (b) (5)

[REDACTED]

[REDACTED]

(b) (6), (b) (5)

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Elaine Newton <enewton@oge.gov>
Sent: Tuesday, April 13, 2021 3:25 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Subject: RE: Arroyo CD Request - [Message contains CUI] - [Message contains CUI]

CONTROLLED

Hi Ferne,

(b) (5)

Thanks, Elaine

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov>]
Sent: Tuesday, April 13, 2021 3:06 PM
To: Elaine Newton <enewton@oge.gov>
Subject: RE: Arroyo CD Request - [Message contains CUI]

Hello, (b) (5)

Thanks, Ferne


Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>>

From: Elaine Newton <enewton@oge.gov <<mailto:enewton@oge.gov>> >
Sent: Tuesday, April 13, 2021 3:01 PM
To: Mosley, Ferne <mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> >
Subject: Arroyo CD Request - [Message contains CUI]

CONTROLLED

Good afternoon,

I am conducting a second level review of the CD request for Victoria Arroyo. (b) (6), (b) (5)



Please let me know if you have any questions.
Thanks, Elaine

Elaine Newton
Associate Counsel
U.S. Office of Government Ethics
1201 New York Ave., NW, Suite 500
Washington, DC 20005-3915
Telephone: 202-482-9265

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From: [Morris C. Barren](#)
To: [Mosley, Ferne](#)
Cc: [Fugh, Justina](#)
Subject: RE: CD questions (Arroyo) - [Message contains CUI]
Date: Thursday, April 01, 2021 8:45:35 AM

CONTROLLED

Thanks, Ferne.

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov>]
Sent: Wednesday, March 31, 2021 6:21 PM
To: Morris C. Barren <mbarren@oge.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: RE: CD questions (Arroyo) - [Message contains CUI]

Hello, (b) (6), (b) (5)

Please let me know if you need any other information.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>>

From: Morris C. Barren <mbarren@oge.gov <<mailto:mbarren@oge.gov>> >
Sent: Wednesday, March 31, 2021 5:51 PM
To: Mosley, Ferne <mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> >
Subject: CD questions (Arroyo) - [Message contains CUI]

CONTROLLED

Hi Ferne,

Thanks for helping me figure of my issue of not being able to see the information in the agency request form. Can provide the following information to assist in my review?

*

(b) (6), (b) (5)

Thank you for your help, and please let me know if you have any questions.

Morris Barren

Assistant Counsel

Ethics Law & Policy Branch

U.S. Office of Government Ethics

(202) 482-9266

mbarren@oge.gov <<mailto:meyukins@oge.gov>>

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From: [Morris C. Barren](#)
To: [Mosley, Ferne](#)
Subject: CD request (Victoria Arroyo) - [Message and attachment(s) contain CUI]
Date: Tuesday, March 30, 2021 9:29:16 PM
Attachments: [Agency Request.pdf](#)

CONTROLLED

Email and attachment(s) contain CUI.

Hi Ferne,

I'm assigned to review the CD request for Victoria Arroyo and noticed that the attached agency request form is incomplete (ex., questions 2, 3 and 4). Can you complete the form with the missing information? Of course, please let me know if you have any questions.

Thanks,

Morris Barren

Assistant Counsel

Ethics Law & Policy Branch

U.S. Office of Government Ethics

(202) 482-9266

mbarren@oge.gov

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From: [CD](#)
To: [Mosley, Ferne](#)
Cc: [Elaine Newton](#); [Morris C. Barren](#)
Subject: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]
Date: Tuesday, April 13, 2021 5:35:05 PM
Attachments: [Arroyo, Victoria Final CD.pdf](#)
[CUI Cover Sheet2.pdf](#)

Good Afternoon:

In response to your request of 03/26/2021, attached is Certificate of Divestiture, OGE-2021-049 for Victoria Arroyo, Environmental Protection Agency. Please forward the certificate to Mrs. Arroyo.

If there are any questions, you may contact Morris Barren at 202-482-9266.

Please confirm receipt of this email by replying to all.

Thank you.

CONTROLLED

Email and attachment(s) contain CUI.

Gwendolyn Cannon-Jenkins
US Office of Government Ethics
Administrative Operations Branch
1201 New York Avenue NW
Suite 500
Washington, DC 20005

(e) gcannon@oge.gov <<mailto:gcannon@oge.gov>>
(p)(202) 482-9219

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responsible for delivering the transmission to the intended recipient, you are hereby notified that any dissemination, distribution, copying or use of this email or its contents is strictly prohibited. If you have received this email in error, please notify the sender by responding to the email and then immediately delete the email.

From: [Mosley, Ferne](#)
To: [CD](#)
Cc: [Elaine Newton](#); [Morris C. Barren](#); [Fugh, Justina](#)
Subject: RE: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]
Date: Tuesday, April 13, 2021 5:35:00 PM

Received – thank you, everyone.

Sincerely, Ferne

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: CD <cd@oge.gov>
Sent: Tuesday, April 13, 2021 5:32 PM
To: Mosley, Ferne <mosley.ferne@epa.gov>
Cc: Elaine Newton <enewton@oge.gov>; Morris C. Barren <mbarren@oge.gov>
Subject: Certificate of Divestiture - Victoria Arroyo - [Message and attachment(s) contain CUI]

Good Afternoon:

In response to your request of 03/26/2021, attached is Certificate of Divestiture, OGE-2021-049 for Victoria Arroyo, Environmental Protection Agency. Please forward the certificate to Mrs. Arroyo.

If there are any questions, you may contact Morris Barren at 202-482-9266.

Please confirm receipt of this email by replying to all.

Thank you.

CONTROLLED

Email and attachment(s) contain CUI.

Gwendolyn Cannon-Jenkins
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From: [Mosley, Ferne](#)
To: [Morris C. Barren](#)
Subject: Re: Request for CD for Victoria Arroyo - [Message contains CUI]
Date: Wednesday, April 07, 2021 8:50:52 PM

Thank you for the update! I appreciate your review and will wait to hear from Elaine.
Sincerely, Ferne

Sent from my iPhone

On Apr 7, 2021, at 3:38 PM, Morris C. Barren <mbarren@oge.gov> wrote:

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Hi Ferne,

I completed my review and forwarded the CD package for the second level review. If you have any additional questions, feel free to contact Elaine Newton at (202) 482-9265. Elaine coordinates CD reviews for OGE.

Of course, you can still contact me if you think there is something I may be able to assist with.

Thanks,

Morris

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov>]
Sent: Wednesday, April 7, 2021 1:22 PM
To: Morris C. Barren <mbarren@oge.gov>
Subject: RE: Request for CD for Victoria Arroyo - [Message contains CUI]

Hi, Morris – just checking to see when you think we may hear back on this?
Thanks, Ferne

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
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Washington, DC 20460
(202) 564-8046 (desk)

(202) 306-2998 (mobile)
mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>>

From: Morris C. Barren <mbarren@oge.gov <<mailto:mbarren@oge.gov>> >
Sent: Wednesday, March 31, 2021 10:19 AM
To: Mosley, Ferne <mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>> >
Subject: FW: Request for CD for Victoria Arroyo - [Message contains CUI]

CONTROLLED

Thanks. For some reason, I can see the content when I click on it, but it disappears when I click elsewhere in the form. However, this will work. I'll be in touch if I have any other questions.

Morris

From: Mosley, Ferne [<mailto:mosley.ferne@epa.gov>
<<mailto:mosley.ferne@epa.gov>>]
Sent: Wednesday, March 31, 2021 10:15 AM
To: Morris C. Barren <mbarren@oge.gov <<mailto:mbarren@oge.gov>> >
Subject: FW: Request for CD for Victoria Arroyo

Hi, here is the package I emailed to the CD mailbox.
Ferne

Ferne L. Mosley, Attorney-Advisor
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Ethics Office/Office of General Counsel
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mosley.ferne@epa.gov <<mailto:mosley.ferne@epa.gov>>
<<mailto:mosley.ferne@epa.gov> <<mailto:mosley.ferne@epa.gov>> >

From: Mosley, Ferne
Sent: Friday, March 26, 2021 10:35 AM
To: CD <cd@oge.gov <<mailto:cd@oge.gov> <<mailto:cd@oge.gov>> > >
Cc: Fugh, Justina <Fugh.Justina@epa.gov <<mailto:Fugh.Justina@epa.gov>> >

[<mailto:Fugh.Justina@epa.gov>](mailto:Fugh.Justina@epa.gov) > >

Subject: Request for CD for Victoria Arroyo

Hello, I have included a CD request package for an EPA employee, Victoria Arroyo. Please let me know if you have any questions by emailing or calling me at 202-306-2998.

Thank you.

Sincerely, Ferne Mosley

Ferne L. Mosley, Attorney-Advisor
U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
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1200 Pennsylvania Ave, NW
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<<mailto:mosley.ferne@epa.gov> <<mailto:mosley.ferne@epa.gov>> >

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From: [Mosley, Ferne](#)
To: [CD](#)
Cc: [Fugh, Justina](#)
Subject: Request for CD for Victoria Arroyo
Date: Friday, March 26, 2021 10:34:00 AM
Attachments: [CD request form - Arroyo DAEO signed.pdf](#)
[Arroyo 278T March 2021.pdf](#)
[Arroyo New Entrant 278 with document 2021.pdf](#)
[CD Request Letter v.2 Arroyo.pdf](#)
[VArroyo Memo to New Entrant OGE 278 2021.docx](#)

Hello, I have included a CD request package for an EPA employee, Victoria Arroyo. Please let me know if you have any questions by emailing or calling me at 202-306-2998.

Thank you.

Sincerely, Ferne Mosley

Ferne L. Mosley, Attorney-Advisor

U.S. Environmental Protection Agency
Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
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Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: [Mosley, Ferne](#)
To: [Morris C. Barren](#)
Subject: FW: Request for CD for Victoria Arroyo
Date: Wednesday, March 31, 2021 10:14:00 AM
Attachments: [CD request form - Arroyo DAEO signed.pdf](#)
[Arroyo 278T March 2021.pdf](#)
[Arroyo New Entrant 278 with document 2021.pdf](#)
[CD Request Letter v.2 Arroyo.pdf](#)
[VArroyo Memo to New Entrant OGE 278 2021.docx](#)

Hi, here is the package I emailed to the CD mailbox.

Ferne

Ferne L. Mosley, Attorney-Advisor

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Ethics Office/Office of General Counsel
William Jefferson Clinton Building North, Room 4113A
1200 Pennsylvania Ave, NW
Washington, DC 20460
(202) 564-8046 (desk)
(202) 306-2998 (mobile)
mosley.ferne@epa.gov

From: Mosley, Ferne
Sent: Friday, March 26, 2021 10:35 AM
To: CD <cd@oge.gov>
Cc: Fugh, Justina <Fugh.Justina@epa.gov>
Subject: Request for CD for Victoria Arroyo

Hello, I have included a CD request package for an EPA employee, Victoria Arroyo. Please let me know if you have any questions by emailing or calling me at 202-306-2998.

Thank you.

Sincerely, Ferne Mosley

Ferne L. Mosley, Attorney-Advisor

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